

In accordance with
Rule 18.7 of the
Insolvency (England &
Wales) Rules 2016 and
Sections 92A, 104A and
192 of the Insolvency
Act 1986.

LIQ03

Notice of progress report in voluntary winding up



Companies House

TUESDAY




A24 *A714UUO9* 06/03/2018 #346
COMPANIES HOUSE

1	Company details	
Company number	0 0 4 5 1 7 2 8	→ Filling in this form Please complete in typescript or in bold black capitals.
Company name in full	Thomas Ambler & Sons Limited	
2	Liquidator's name	
Full forename(s)	Emma	
Surname	Cray	
3	Liquidator's address	
Building name/number	Central Square	
Street	29 Wellington Street	
Post town	Leeds	
County/Region	West Yorkshire	
Postcode	L S 1 4 D L	
Country	UK	
4	Liquidator's name ①	
Full forename(s)	Toby Scott	① Other liquidator Use this section to tell us about another liquidator.
Surname	Underwood	
5	Liquidator's address ②	
Building name/number	Central Square	② Other liquidator Use this section to tell us about another liquidator.
Street	29 Wellington Street	
Post town	Leeds	
County/Region	West Yorkshire	
Postcode	L S 1 4 D L	
Country	UK	

LIQ03

Notice of progress report in voluntary winding up

6	Period of progress report																	
From date	d	3	d	1	m	1	m	2	y	2	y	0	y	1	y	6		
To date	/	d	3	d	0	m	1	m	2	y	2	y	0	y	1	y	7	/
7	Progress report																	
<input checked="" type="checkbox"/> The progress report is attached																		
8	Sign and date																	
Liquidator's signature	Signature 																	
Signature date	d	2	d	8	m	0	m	2	y	2	y	0	y	1	y	8		

LIQ03

Notice of progress report in voluntary winding up



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
Dijesh Patel

Company name
PricewaterhouseCoopers LLP

Address
Central Square

29 Wellington Street

Post town
Leeds

County/Region
West Yorkshire

Postcode
L S 1 4 D L

Country

DX

Telephone
0113 289 4101



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ 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



TO ALL MEMBERS

28 February 2018

Our reference: EC/FO/DP/MVL450B

COMPANIES HOUSE

Dear Sirs

THOMAS AMBLER & SONS LIMITED - in members' voluntary liquidation (the Company)

Karen Dukes and I were appointed joint liquidators (the liquidators) of the Company on 31 December 2015. On 3 July 2017, Karen Dukes ceased to act as liquidator of the Company and Toby Scott Underwood replaced her as joint liquidator.

Further to our previous report, covering the period from 31 December 2015 to 30 December 2016 (the Previous Report), we're required to provide:

- you with a report on the conduct and progress of the liquidation for the period 31 December 2016 to 30 December 2017 (the Period); and
- certain information concerning the Company and the liquidators; this information is attached as appendix A.

A summary of receipts and payments for the Period is attached as appendix B.

PROGRESS REPORT ON THE LIQUIDATION

Realisation of assets:

The directors' Declaration of Solvency showed the Company's assets consisted of:

	£
Inter group debtors	627,000
Total	<u>627,000</u>

The previous report noted that prior to our appointment, a pre-liquidation dividend of £0.444 per ordinary £0.25 share was paid by the Company to IPT (UK) Limited (IPT Group Limited having waived its interest in the dividend). The dividend was satisfied wholly by the distribution in specie of part of a debt owed by IPT (UK) Limited to the Company amounting to £401,000.

The previous report also noted that as at the date of liquidation an inter group debtor balance of £226,000 was taken under control until distribution.

No additional assets have been identified and all assets have been realised.

*PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL
T: +44 (0) 1132 894 000, F: +44 (0) 1132 894 460, www.pwc.co.uk*

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Settlement of liabilities:

This section covers all liabilities except any claims of HM Revenue & Customs (HMRC) which are dealt with separately below under HMRC.

The directors' Declaration of Solvency and the company's records showed the Company had no liabilities.

In our Previous Report we noted that a number of employee personal injury claims were made against the Company prior to our appointment. Whilst the majority of the claims are covered by relevant Employers' Liability insurance, some of the insurers for the claims are now insolvent and have entered into a scheme of arrangement with its creditors. We are currently liaising with all relevant insurers and Capita Group Plc (where the insurer is insolvent). Resolving the claims position is now the only outstanding matter preventing closure of the liquidation.

HMRC:

In our previous report we noted HMRC had confirmed their agreement to us closing the liquidation without further reference to them.

Distributions to shareholders:

At the time of our appointment, the issued share capital of the company consisted of:

- 902,800 Ordinary £0.25 shares

LIQUIDATORS' REMUNERATION AND EXPENSES

Basis of remuneration:

Basis of remuneration:

At the time of our appointment, a resolution was passed for us to be paid by reference to the time properly given by us and our staff in dealing with the liquidation. Our current hourly rates are set out below.

	Hourly rate
Grade	
Partner	£620 - £865
Director	£525 - £760
Manager grades	£355 - £575
Other technical staff	£175 - £412

Funding of the liquidation:



During the Period, our fees and expenses for the Company and the 8 connected companies listed in Appendix D have been drawn out of the liquidation estate. (Note: Liquidations for 2 of the 8 companies were closed on 19 August 2016).

Remuneration charged:

Our fees for undertaking this assignment consist of time costs incurred for the Company and 8 connected companies listed in Appendix D and relate to both (i) the period up to the day of our appointment and (ii) the period covering the formal liquidation. Our time costs for these periods were:

	Previously reported £	During the Period £	Total £
Work up to liquidation date	35,738		35,738
Liquidation – the Period	28,494	33,514	62,008
	64,232	33,514	97,746

£85,787 (excluding VAT and disbursements) has been invoiced to the end date of the period. It is our normal practice to obtain the prior approval before fees are invoiced and payment drawn from the estate.

Liquidators' expenses:

During the Period we have incurred expenses of £60.00 plus VAT. These costs, which will be or have been re-charged, consist of:

	Previously reported £	During the Period £	Total £
Category 1			
expenses [see Note 1 below]:			
Statutory advertising	2,083.28		
Statutory bonding	450.00	60.00	
Postage	7.14		
	2,540.42	60.00	
Category 2			
expenses [see Note 2 below]:			
Travel – train fare	46.30		
	2,586.72	60.00	
Total expenses			2,646.72



Notes:

1. Category 1 expenses represent specific expenditure incurred directly in respect of this liquidation and payment has been to independent third parties.
2. Category 2 expenses represent directly referable costs where payment is not to an independent third party.

Members' rights re liquidators' remuneration and expenses:

Members are entitled to request further information about our fees and expenses. Such requests need to be made within 21 days of receipt of this report. See Rule 4.49E of the Insolvency Rules 1986 for further detail.

In certain circumstances, members are entitled to claim by way of court application that the liquidators' fees and expenses are excessive. Such applications need to be made within 8 weeks of receipt of this report. See Rule 4.148C of the Insolvency Rules 1986 (as amended) for further detail.

If you have any queries, please contact my colleague Dijesh Patel on 07802 660 714.

Yours faithfully

A handwritten signature in black ink, appearing to read 'E Cray', written over a horizontal line.

Emma Cray
Joint liquidator

Enclosures

Emma Cray and Toby Scott Underwood have been appointed as joint liquidators of Thomas Ambler & Sons Limited to manage its affairs, business and property as its agents without personal liability. Both are licensed in the United Kingdom to act as an Insolvency Practitioner by the Institute of Chartered Accountants in England & Wales. The joint liquidators 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 joint liquidators are Data Controllers of personal data as defined by the Data Protection Act 1998. PricewaterhouseCoopers LLP will act as Data Processor on their instructions. Personal data will be kept secure and processed only for matters relating to the liquidators.



Appendix A

Information on the Company and the liquidators

Company details:	
Company name:	Thomas Ambler & Sons Limited
Former names:	-
Company number:	00451728
Registered office:	Central Square, 29 Wellington Street, Leeds, West Yorkshire, LS1 4DL
Liquidators' details:	
Liquidators' names:	Emma Cray and Toby Scott Underwood (the liquidators)
Liquidators' address:	PricewaterhouseCoopers, Central Square, 29 Wellington Street, Leeds, LS1 4DL
Date of appointment:	31 December 2015
Nature of appointment:	Members' Voluntary Liquidation



Appendix B

Thomas Ambler & Sons Limited - in members' voluntary liquidation

Summary of Receipts and Payments in the liquidation during the period from 31 December 2016 to 30 December 2017

	£
RECEIPTS	NIL
	<u>NIL</u>
	£
PAYMENTS	NIL
	<u>NIL</u>

STATEMENT OF MEMBERS' RIGHTS**EXTRACTS FROM INSOLVENCY RULES 1986****Rule 4.49E Creditors' and members' request for further information**

- (1) If—
- (a) within the period mentioned in paragraph (2)—
 - (i) a secured creditor, or
 - (ii) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or
 - (iii) members of the company in a members' voluntary winding up 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
 - (b) with the permission of the court upon an application made within the period mentioned in paragraph (2)—
 - (i) any unsecured creditor, or
 - (ii) any member of the company in a members' voluntary winding up, makes a request in writing to the liquidator for further information about remuneration or expenses set out in a progress report in accordance with Rule 4.49B(1)(e) or (f) (including by virtue of Rule 4.49C(5)) or in a draft report under Rule 4.49D, the liquidator must, within 14 days of receipt of the request, comply with paragraph (3) except to the extent that the request is in respect of matter in a draft report under Rule 4.49D or a progress report required by Rule 4.108 which (in either case) was previously included in a progress report not required by Rule 4.108.
- (2) The period referred to in paragraph (1)(a) and (b) is—
- (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the progress report where it is required by Rule 4.108, and
 - (b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report or draft report in any other case.
- (3) The liquidator complies with this paragraph by either—
- (a) providing all of the information asked for, or
 - (b) so far as the liquidator considers that—
 - (i) the time or cost of preparation of the information would be excessive, or
 - (ii) disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
 - (iii) the liquidator is subject to an obligation of confidentiality in respect of the information, giving reasons for not providing all of the information.
- (4) Any creditor, and any member of the company in a members' voluntary winding up, who need not be the same as the creditors or members who asked for the information, may apply to the court within 21 days of—
- (a) the giving by the liquidator of reasons for not providing all of the information asked for, or
 - (b) the expiry of the 14 days provided for in paragraph (1),
- and the court may make such order as it thinks just.
- (5) Without prejudice to the generality of paragraph (4), the order of the court under that paragraph may extend the period of 8 weeks or, as the case may be, 4 weeks provided for in Rule 4.131(1B) or 4.148C(2) by such further period as the court thinks just.
- (6) This Rule does not apply where the liquidator is the official receiver.

Rule 4.148C Members' claim that remuneration is excessive

- (1) 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 the court for one or more of the orders in paragraph (6) on the grounds that—
- (a) the remuneration charged by the liquidator,
 - (b) the basis fixed for the liquidator's remuneration under Rule 4.148A, or
 - (c) expenses incurred by the liquidator, is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate.
- (2) Application must, subject to any order of the court under Rule 4.49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4.142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").
- (3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application; but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party.



- (4) If the application is not dismissed under paragraph (3), the court must fix a venue for it to be heard and give notice to the applicant accordingly.
- (5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it.
- (6) If the court considers the application to be well-founded, it must make one or more of the following orders—
 - (a) an order reducing the amount of remuneration which the liquidator was entitled to charge;
 - (b) an order fixing the basis of remuneration at a reduced rate or amount;
 - (c) an order changing the basis of remuneration;
 - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation;
 - (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify; and may make any other order that it thinks just; but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.
- (7) Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation.



Appendix D

Information on the connected Companies which form part of the liquidation assignment

Note: All Companies listed below were placed into Members' Voluntary Liquidation on 31 December 2015.

Company name:	Company number:	Liquidators' names:	Liquidation Status:
Ambler of Ballyclare Limited	NI004648	Emma Cray and Stephen Cave (the liquidators)	In Progress
Burnet, Walker & Company Limited	SC027265	Emma Cray and Karen Dukes (the liquidators)	Liquidation Closed on 19 August 2016.
Elton Cop Dyeing Company Limited (The)	00213056	Emma Cray and Toby Underwood (the liquidators)	In Progress
Heydemann Shaw Limited	00191015	Emma Cray and Toby Underwood (the liquidators)	In Progress
IPT Employee Benefit Trustees Limited	03283500	Emma Cray and Karen Dukes (the liquidators)	Liquidation Closed on 19 August 2016.
IPT Finance	03402707	Emma Cray and Toby Underwood (the liquidators)	In Progress
IPT (UK) Limited	00342480	Emma Cray and Toby Underwood (the liquidators)	In Progress
Lantor International Limited	00576755	Emma Cray and Toby Underwood (the liquidators)	In Progress
Thomas Ambler & Sons Limited	00451728	Emma Cray and Toby Underwood (the liquidators)	In Progress