

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

WEDNESDAY



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06/12/2017

#229

COMPANIES HOUSE

1 Company details

Company number	0	2	2	3	3	8	6	9
Company name in full	Coveris Flexibles (Winsford) UK Limited							

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

2 Liquidator's name

Full forename(s)	Samantha Jane
Surname	Keen

3 Liquidator's address

Building name/number	1
Street	More London Place
Post town	
County/Region	London
Postcode	S E 1 2 A F
Country	United Kingdom

4 Liquidator's name ①

Full forename(s)	Derek Neil
Surname	Hyslop

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

5 Liquidator's address ②

Building name/number	1
Street	More London Place
Post town	
County/Region	London
Postcode	S E 1 2 A F
Country	United Kingdom

② **Other liquidator**
Use this section to tell us about
another liquidator.

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Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.


7

Sign and date

Liquidator's signature

Signature

X



X

Signature date

d 2

d 0

m 1

m 1

y 2

y 0

y 1

y 7

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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 Jai Bhalla

Company name Ernst & Young LLP

Address 1

More London Place

Post town

County/Region London

Postcode S E 1 2 A F

Country United Kingdom

DX

Telephone 020 7806 9465



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



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Ernst & Young LLP
1 More London Place
London
SE1 2AF

Tel: + 44 20 7951 2000
Fax: + 44 20 7951 1345
ey.com

Coveris Holdings S.A (Luxembourg)
1B, rue Heienhaff
Senningerberg
Luxembourg, 1736

20 September 2017

Ref: ML5W/SJK/FL/JB
Direct line: 020 7806 9465 – Jai Bhalla

Email: flightfoot@uk.ey.com

Dear Sirs

Coveris Flexibles (Winsford) UK Limited (In Members' Voluntary Liquidation) (the "Company")

As you will be aware, on 29 September 2016, resolutions were passed to place the Company into liquidation and Angela Swarbrick and I were appointed Joint Liquidators. In accordance with a Court Order dated 23 June 2017, Angela Swarbrick was replaced as Joint Liquidator by Derek Neil Hyslop, an Insolvency Practitioner licensed by the Insolvency Practitioners Association.

This letter, and its appendices, constitutes our proposed final account to members.

I enclose formal notice of our intention to deliver a final account. Under Rule 5.9(4) of the Insolvency Rules 2016 (the Rules), we may conclude that the Company's affairs are fully wound up before the date given in the notice if every member of the Company confirms in writing that (i) they do not intend to make any request for further information under Rule 18.9 of the Rules and (ii) that they do not intend to make an application to court under Rule 18.34 of the Rules to challenge our remuneration or expenses.

We have not so far received any requests for further information, nor have any concerns been raised about my remuneration or expenses.

In order to bring the liquidation to a close as efficiently as possible, we would like to treat this account as the final account, without sending out another in 8 weeks' time. In order to do so, we must have your written confirmation as outlined above. If you are content for us to conclude the liquidation in this way, please would you sign and date the confirmation at the foot of one copy of the enclosed notice and return it to me within the next 14 days either by email to flightfoot@uk.ey.com or jbhalla@uk.ey.com or by post to the address above.

Information about the Company and the Liquidators

The Rules require us to provide certain information about the company and the liquidators. The information can be found in Appendix A of this report. A copy of our receipts and payments account for the period from 29 September 2016 to 20 September 2017 is at Appendix B.

Progress during the period 29 September 2016 to 20 September 2017

Assets

As at the date of the liquidation, the Company's only asset was an intercompany receivable balance in the sum of £1 due from Coveris Holdings S.A (Luxemburg) ("the Shareholder"). The intercompany receivable balance was distributed in specie to the Shareholder on 5 September 2017 and represented a return of £0.005 per share.

Liabilities

The Company had no known external creditors at the date of liquidation. An advert was placed in the London Gazette requesting creditors of the Company to prove their claims by 21 November 2016, in accordance with Rule 4.182A of the Insolvency Rules 1986.



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The Company transferred its business and assets to a continuing group entity, Coveris Flexibles (Gainsborough) UK Limited on 30 September 2015. Although all customers and suppliers were made aware of the transfer, the Joint Liquidators have received some correspondence from potential creditors during the liquidation, which should actually have been addressed to Coveris Flexibles (Gainsborough) UK Limited. All such correspondence has been responded to and dealt with appropriately and there are no outstanding creditor claims.

It is customary in a liquidation to seek confirmation from the relevant Crown authorities that they have no claim in respect of corporation tax, VAT, PAYE and National Insurance Contributions. HM Revenue and Customs have confirmed that they have no claims in respect of corporation tax, PAYE and National Insurance.

Joint liquidators' remuneration and expenses

The Joint Liquidators' remuneration was fixed on a time-cost basis by a resolution of the sole member on 29 September 2016, and it was agreed that the Joint Liquidators' fees and expenses would be met by another group company.

Details of amount paid, name of the payor and relationship between the payor and the Company are available on request to the Joint Liquidators at 1 More London Place, London SE1 2AF.

A contractual arrangement exists with a third party in respect of the Joint Liquidators' remuneration and as such there is no recourse to the estate.

Please note that remuneration paid also relates to the liquidation of several other Coveris group Companies.

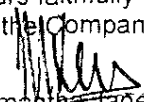
Members' rights to further information about, and challenge, remuneration and expenses

In certain circumstances, members are entitled to request further information about our remuneration or expenses, or to apply to court if members consider the costs to be excessive. Further information is provided in Appendix C.

Other matters

Once our final return and account has been filed at Companies House, we will then vacate office and receive our release. Approximately three months after the filing of the final return and account, the Company will be dissolved by the Registrar of Companies.

Yours faithfully
for the Company



Samantha Jane Keen
Joint Liquidator

Enc Notice of proposed final account

Samantha Jane Keen and Derek Neil Hyslop are licensed in the United Kingdom to act as insolvency practitioners by The Insolvency Practitioners Association. We may collect, use, transfer, store or otherwise process (collectively, "Process") information that can be linked to specific individuals ("Personal Data"). We may Process Personal Data in various jurisdictions in accordance with applicable law and professional regulations including (without limitation) the Data Protection Act 1998.

Coveris Flexibles (Winsford) UK Limited

(In Members' Voluntary Liquidation)

Information about the Company and the Liquidators

Registered office address of the Company	1 More London Place, London, SE1 2AF
Registered number	02233869
Full names of the Liquidators	Samantha Jane Keen and Derek Neil Hyslop
Liquidators' address(es).	Ernst & Young LLP 1 More London Place London SE1 2AF
Date of appointment of the Joint Liquidators	29 September 2016
Details of any changes of Liquidator	Derek Neil Hyslop replaced Angela Swarbrick as Joint Liquidator in accordance with a Court Order dated 23 June 2017
Telephone number through which the Liquidators can be contacted	020 7806 9465

Coveris Flexibles (Winsford) UK Limited (In Members' Voluntary Liquidation)

Joint Liquidators' receipts and payments account for the period from 29 September 2016 to 20 September 2017

Declaration of Solvency Estimated to Realise Values £		29 September 2016 to 20 September 2017 £
	Receipts	
1	Intercompany Receivable	-
		-
	Payments	-
		-
-	Balance as at 20 September 2017	-

Notes

1. Receipts and payments are stated net of VAT
2. The Joint Liquidators' remuneration was fixed on a time-cost basis by a resolution of the members passed on 29 September 2016
3. The intercompany receivable was distributed in specie to the Company's shareholder on 20 September 2017

Members' rights to request further information about remuneration or expenses or to challenge a liquidator's remuneration – Rules 18.9 and 18.34 of the Insolvency (England and Wales) Rules 2016, as amended

18.9 Members' request for further information

18.9.—(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report or account under rule 18.14—

- (a) a secured creditor,
- (b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question),
- (c) 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,
- (d) any unsecured creditor with the permission of the court, or
- (e) any member of the company in a members' voluntary winding up with the permission of the court

(2) A request or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report or account by the person, or by the last of them in the case of an application by more than one member or creditor.

(3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by—

- (a) providing all of the information requested,
- (b) providing some of the information requested, or
- (c) declining to provide the information requested

(4) The office-holder may respond by providing only some of the information requested or decline to provide the information if—

- (a) the time or cost of preparation of the information would be excessive; or
- (b) disclosure of the information would be prejudicial to the conduct of the proceedings;
- (c) disclosure of the information might reasonably be expected to lead to violence against any person, or
- (d) the office-holder is subject to an obligation of confidentiality in relation to the information

(5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing

(6) A creditor and a member of the company in a members' voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—

(a) the office-holder giving reasons for not providing all of the information requested, or

(b) the expiry of the 14 days within which an office-holder must respond to a request.

(7) The court may make such order as it thinks just on an application under paragraph (6)

18.34 Members' claim that remuneration is excessive

18.34.—(1) This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—

(a) the remuneration charged by the office-holder is in all the circumstances excessive;

(b) the basis fixed for the office-holder's remuneration under rules 18 16, 18 18, 18 19, 18 20 and 18 21 (as applicable) is inappropriate; or

(c) the expenses incurred by the office-holder are in all the circumstances excessive.

(2) The following may make such an application for one or more of the orders set out in rule 18 36 or 18 37 as applicable—

(a) a secured creditor

(b) an unsecured creditor with either—

(i) the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or

(ii) the permission of the court, or

(c) in a members' voluntary winding up—

(i) 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

(ii) a member of the company with the permission of the court

(3) The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18 3, or final report or account under rule 18 14 which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report")