

LIQ03

Notice of progress report in voluntary winding up



Companies House

THURSDAY



R7KP6SV6
RCS 13/12/2018 #133
COMPANIES HOUSE

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1 Company details

Company number 0 3 0 2 8 1 8 4

Company name in full CHELWOOD GROUP

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

2 Liquidator's name

Full forename(s) Emma

Surname Cray

3 Liquidator's address

Building name/number PricewaterhouseCoopers LLP

Street Central Square

29 Wellington Street

Post town Leeds

County/Region

Postcode L S 1 4 D L

Country England

4 Liquidator's name ①

Full forename(s) Toby Scott

Surname Underwood

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

5 Liquidator's address ②

Building name/number PricewaterhouseCoopers LLP

Street Central Square

29 Wellington Street

Post town Leeds

County/Region

Postcode L S 1 4 D L

Country England

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

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From date	^d 2	^d 6	^m 1	^m 0	^y 2	^y 0	^y 1	^y 7
To date	^d 2	^d 5	^m 1	^m 0	^y 2	^y 0	^y 1	^y 8

☒ The progress report is attached

Liquidator's signature

Signature

X-50ay

Signature date

^d 1	^d 2	^m 1	^m 2	^y 2	^y 0	^y 1	^y 8
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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 Elizabeth Colley

Company name PwC

Address 7 More London Riverside

Post town London

Country/Region

Postcode S E 1 2 R T

Country

DX

Telephone

**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

CHELWOOD GROUP – IN MEMBERS’ VOLUNTARY LIQUIDATION (THE COMPANY)

ANNUAL REPORT TO MEMBERS AS REQUIRED BY S92A OF THE INSOLVENCY ACT 1986

INTRODUCTION

The Company entered members’ voluntary liquidation on 26 October 2017. Toby Scott Underwood and Emma Cray were appointed joint liquidators of the Company (the Liquidators).

As per current legislation, the Liquidators are required to provide the following information:

- A report on the conduct and progress of the liquidation for the period from 26 October 2017 to 25 October 2018 (the Period);
- Information concerning the Company and the Liquidators (see Appendix A); and
- A summary of receipts and payments for the Period (see Appendix B).

REPORT ON THE LIQUIDATION

Realisation of assets:

The directors’ Declaration of Solvency detailed the Company’s assets as follows:

	£
Inter group debtors	7,030,897
Investments other than marketable securities	900,000
Total	<u>7,930,897</u>

The Liquidators took control of the above assets following their appointment.

The Liquidators have not identified any additional assets of the Company, and they are not aware of any other assets that remain to be realised.

Settlement of liabilities:

The directors’ Declaration of Solvency and the Company’s records indicated that the Company had an outstanding liability upon entering liquidation, being an inter-company creditor totalling £7,850,897. The Liquidators await tax clearance from HM Revenue & Customs (HMRC) before arranging to settle the inter-company liability.

Following their appointment, the Liquidators published a notice in the London Gazette inviting any unknown creditors to submit details of claims they may have against the Company. The Liquidators have not received any notice of claims against the Company.

HMRC:

The directors’ Declaration of Solvency and the Company’s records indicated that the Company had no outstanding tax liabilities on entering liquidation.

In August 2018, the Company submitted its Corporation Tax return for the period ending 25 October 2017. The Company’s indirect parent, Wienerberger Ltd, subsequently settled the Company’s tax liability, together with accrued interest, in September 2018. Despite numerous requests, HMRC have not yet confirmed that all outstanding matters have been resolved and that the liquidation of the Company can be brought to a close. The

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liquidation of the Company cannot be progressed to closure until the Liquidators receive such confirmation from HMRC.

Distributions to shareholders:

The issued share capital of the Company is comprised of the following:

Share Class	Shareholding	Shareholder	Share value (£)
Ordinary	1	Galileo Brick Limited	1.00
Ordinary B	1	Galileo Brick Limited	0.10

The Liquidators have not distributed any assets to the shareholder, pending receipt of confirmation from HMRC that there are no outstanding tax matters to resolve.

LIQUIDATORS' FEES AND EXPENSES

Basis of remuneration:

The Liquidators' remuneration has been fixed by reference to the time properly given by them and their staff in dealing with the liquidation, in accordance with the sole shareholder's resolution dated 26 October 2017.

Funding of the liquidation:

Pursuant to an engagement letter dated 19 September 2017, Wienerberger Limited agreed to settle the cost of the liquidation of the Company and two connected companies. As such, the liquidation estate has not borne any costs of the liquidation.

Remuneration charged:

The Liquidators' fees in connection with the liquidation of the Company and the two connected companies to 25 October 2018, total £25,163. Wienerberger Ltd has settled such fees, which can be split equally between the three connected companies.

Liquidators' expenses:

Statutory advertising costs of £438 in respect of the three connected companies have been incurred in the Period. Wienerberger Ltd has settled this cost in full.

Member's rights regarding the Liquidators' remuneration and expenses:

Members 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 permission of the court) 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 18.9 of the Insolvency (England and Wales) Rules 2016 for further detail.

Members 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 permission of the court) 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 the receipt of this report. See Rule 18.34 of the Insolvency (England and Wales) Rules 2016 for further detail.

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ANNUAL REPORT TO MEMBERS AS REQUIRED BY S92A OF THE INSOLVENCY ACT 1986

Appendix A

INFORMATION ON THE COMPANY AND THE LIQUIDATORS

Company details:	
Company name:	Chelwood Group
Company number:	03028184
Registered office:	Wienerberger House Brooks, Drive Cheadle Royal Business, Park Cheadle, Cheshire, SK8 3SA

Liquidators’ details:	
Liquidators’ names:	Emma Cray and Toby Scott Underwood
Liquidators’ address:	PricewaterhouseCoopers, Central Square, 29 Wellington Street, Leeds, LS1 4DL
Liquidators’ email:	emma.cray@pwc.com
Date of appointment:	26 October 2017
Nature of appointment:	Members’ Voluntary Liquidation

Toby Scott Underwood and Emma Cray have been appointed as joint liquidators. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and 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 may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the joint liquidators. Personal data will be kept secure and processed only for matters relating to the joint liquidators’ appointment. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the joint liquidators.

CHELWOOD GROUP – IN MEMBERS' VOLUNTARY LIQUIDATION (THE COMPANY)

ANNUAL REPORT TO MEMBERS AS REQUIRED BY S92A OF THE INSOLVENCY ACT 1986

Appendix B

**ABSTRACT OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
FROM 26 OCTOBER 2017 TO 25 OCTOBER 2018**

	£
RECEIPTS	
	-
	-
PAYMENTS	
	-
	-
BALANCE OF FUNDS HELD	<u>NIL</u>