

The Insolvency Act 1986

**R.1.29/  
R.1.54****Notice to Registrar of Companies of Completion  
or Termination of Voluntary Arrangement****Pursuant to Rule 1.29 or Rule  
1.54 of the Insolvency Rules  
1986**

To the Registrar of Companies

Name of company

Circle Publishing Limited

Company number

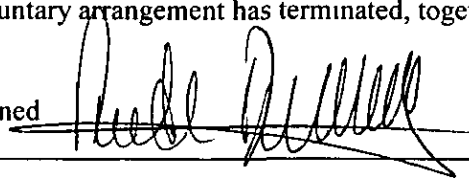
03090618

I, Ruth Ellen Duncan

of Kent House, Romney Place, Maidstone, Kent, ME15 6LH


the supervisor of a voluntary arrangement which took effect on 02 November 2009 enclose a copy of my notice to the creditors and members of the above-named company that the voluntary arrangement has terminated, together with a report of my receipts and payments

Signed



Date

14/4/11

For Official Use	
Liquidation Section	Post Room
	
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COMPANIES HOUSE	
COMPANIES HOUSE	

SATURDAY

**CIRCLE PUBLISHING LIMITED  
(COMPANY VOLUNTARY ARRANGEMENT)**

**ANNUAL REPORT  
STRICTLY PRIVATE AND CONFIDENTIAL  
NOT FOR PUBLICATION.**

SATURDAY

A40

16/07/2011  
COMPANIES HOUSE

59

**CIRCLE PUBLISHING LIMITED (COMPANY VOLUNTARY ARRANGEMENT)**  
**30 JUNE 2011**

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## **CIRCLE PUBLISHING LIMITED (COMPANY VOLUNTARY ARRANGEMENT)**

Date of Arrangement 2 November 2009

Date of Appointment of Supervisor 2 November 2009

High Court Number 19629 of 2009

### **1 Introduction**

1 1 As you are aware the Company's proposal for a Voluntary Arrangement was approved on 2 November 2009

1 2 I am currently Reporting to Creditors on the Termination of the Arrangement

### **2 Terms of the Arrangement**

2 1 The term of the Arrangement was for 60 months The Arrangement was to receive funds by way of

a) The Company making monthly voluntary contributions into the Arrangement. During the first year, monthly contributions were set at £3,600 and increased to £8,550 in year 2 and then up to £10,500 for the remainder of the Arrangement

b) Contributing 50% of net profit each year into the Arrangement, such payment to be made within 3 months of the Company's year end once prepared by the Company's accountant

2 2 The proposals also granted the Supervisor authority to negotiate for the surrender of the lease at 2<sup>nd</sup> Floor, Unit 1 3, One Victoria Villas, Richmond, Surrey TW9 2GW To date, unfortunately no agreement has been reached with the landlord as whilst the solicitors acting for the landlord appear to have agreed to the surrender in principle, the landlord's agents have refused to accept the surrender on at least two occasions Despite the Directors surrendering the lease direct to the landlord's solicitors and the agents being advised that the terms of the arrangement set out the formula for agreeing their claim the lease was returned A contingent claim has been received from the landlord

2 3 The Company had been making regular monthly contributions and did not miss a contribution until February 2011 The company was served with a notice regarding it breach on 12 April 2011 requiring it to remedy the breach pursuant to Modification number 14 within 60 days

2 4 The Company was unable to remedy the breach and therefore under Modification 14 I instructed my solicitor to present a petition for the winding up of the Company This has been filed with the High Court and the petition is due to be heard on 3 August 2011 I would confirm to creditors that I am not seeking the appointment of Liquidator and this case will be dealt with by the Official Receiver in due course on the making of a winding up order

- 2 5 The Company accounts for the last year were not due at the date of my last report the Company forecasted turnover for the year at £2.5million, with a gross profit of £550,000 and a net profit of £165,000, these forecasted figures included the impact of the CIWEM contract which started in November 2009 and the full effect of staff cuts and other cost reductions. The actual figures, non audited show turnover of £2.1million, with a gross profit of £426,672 and a net profit of £21,180
- 2 6 It should be noted that in my last report I reported that one of the Company's main divisions, DIVE, which is a scuba diving title in the UK, was currently under negotiation and for commercially sensitive reasons no further information regarding the contract would be issued to Creditors. I would now confirm that the Company received notice that the DIVE board had advised the company that the contract was being placed out to tender and that the board were quite insistent that any new contract would not be placed with a company that was subject to a voluntary arrangement and that a new vehicle would be required. This new company was set up to process the tender which has still not yet been awarded
- 3 Receipts and Payments Account**
- 3 1 Attached to this Report at Appendix 1 is a summary of my Receipts and Payments Account, to 30 June 2011, which I trust you will find self-explanatory
- 4 Creditors Claims**
- 4 1 All Creditors were required to submit their claims to me within 3 months of the agreement of the Voluntary Arrangement pursuant to Clause 14.2, if no claim is received within the timescale set out in Clause 14.2 above and if the Supervisor does not receive written confirmation a claim is due, the Creditor may be omitted from the distribution
- 4 2 Creditors will recall that the Company Statement of Affairs provided for 16 unsecured Creditors claims in the sum of £443,456.27 to be included creditors in the voluntary arrangement. I confirm that I have to date received and agreed 10 unsecured claims amounting to £215,576.33
- 4 3 I have made provision for 5 unsecured claims, two of whom have lodged provisional claims, totalling £91,124.05
- 5 Dividend**
- 5 1 In accordance with Clause 15.5 of the Proposals, a first interim dividend of 0.05133p in the £ was paid on 17 December 2010
- 5 2 I would advise creditors that upon termination of the Arrangement the Arrangement trusts expressed or implied shall cease, save that the assets already been realised shall [after provision for Supervisor's fees and disbursements] be distributed to Arrangement creditors

5 3 This means that the monies which I am currently holding will be distributed to creditors once the costs of the winding up petition are known

**6 Supervisor's Remuneration**

6 1 As the Creditors will be aware, the Supervisor's remuneration has been authorised on at time costs basis I set out at Appendix 2, a schedule showing the breakdown of my costs which shows time costs incurred of £19,321 85 from 2 November 2009 to 30 June 2011 and that to date the sum of £16,790 21 has been drawn

6 2 As Creditors will note the majority of the time costs have been expended in dealing with Creditor's queries, reporting compliance and the overseeing of the voluntary contributions, which are shown under the banner of Administration and Planning, in addition to dealing with the legal matters of the lease and liaising with my solicitors, shown under the banner of Creditors

6 6 All Creditors were previously supplied with the relevant part of SIP9, which refers to Supervisor's remuneration and this firm's disbursement policy If any Creditor wishes to be furnished with a further copy, I should be obliged if you would please contact me.

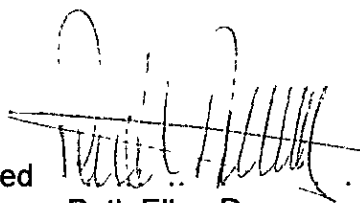
**6 Termination of the Arrangement**

7 1 As set out at Paragraph 2 3 and 2 4 above the Company has complied with the terms of the Arrangement and I attach as Appendix 3 a Termination Certificate

7 2 I will advise creditors of the outcome of the hearing of the winding up petition which is due to be heard in the High Court of Justice on 3 August 2011

Please do not hesitate to contact me should you wish to discuss the above Report

Signed



Ruth Ellen Duncan  
Supervisor of the Company Voluntary Arrangement  
of Circle Publishing Limited

Dated 30 June 2011

**CIRCLE PUBLISHING LIMITED (COMPANY VOLUNTARY ARRANGEMENT)**  
**SUPERVISOR'S SUMMARY RECEIPTS AND PAYMENTS ACCOUNT**  
**FOR THE PERIOD FROM 2 NOVEMBER 2009 (DATE OF APPOINTMENT) TO 30 JUNE 2011**

	Notes	Total £
<b><u>RECEIPTS</u></b>		
Voluntary Contributions Limited		65,250 00
Interest Received		1 17
		<u>65,251 17</u>
<b><u>PAYMENTS</u></b>		
Agent's Valuer's Costs	1	4,250 00
Supervisor's Remuneration		16,790 21
Legal Fees	1	7,656 59
Postage	1	115 85
Photocopying	2	492 20
Specific Bond	1	840 00
Court Fee	1	30 00
Searches	1	18 00
Travel Costs	1	128 22
Room Hire	1	182 60
Dividend to Creditors paid 0 05133p in the £		17,985 54
Dividend to Creditors - being held as claims not finalised		4,678 78
VAT Input		<u>5,039 32</u>
		58,207 31
Balance in hand		<u>7,043 86</u>
		<u>65,251 17</u>

**Notes**

(1) Category 1 disbursements are actual costs incurred in relation to the estate and do not include items such as overhead costs. Where possible all disbursements are broken down and shown in their constituent parts i.e. statutory advertising.

(2) Category 2 disbursements are costs incurred in relation to the estate, which are paid to the office holder's firm or any other associate that the firm has an interest in. These costs may include such items as internal room hire. Where possible all disbursements are broken down and shown in their constituent parts and marked accordingly.

**Atherton Bailey****TIME & CHARGEOUT SUMMARIES**

Circle Circle Publishing Ltd  
(Company Voluntary Liquidation)

20/06/11

From 02/11/2009 to 30/06/2011

HOURS							
Classification Of work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	Total Hours	Time Cost £	Average Hourly Rate £
Administration & Planning	4 50	1 10	8 20	14 30	28 10	4,810 70	171 20
Investigations	0 00	1 00	0 30	0 00	1 30	306 30	235 62
Realisation of Assets	6 00	5 80	1 50	0 00	13 30	4,009 15	301 44
Creditors	2 50	0 40	15 80	5 00	23 70	4,117 00	173 71
Dealing With Debtor	0 00	0 00	0 10	0 00	0 10	16 10	161 00
Dealing With Directors	5 90	0 40	2 80	0 60	9 70	2,850 20	293 84
Shareholders	0 00	0 00	0 20	0 00	0 20	32 20	161 00
Statutory Meetings	4 80	5 10	0 00	0 00	9 90	3,180 20	321 23
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Fees Claimed £	8,964 60	3,510 40	4,656 15	2,090.70		19,321.85	
Total Hours	23 70	13 80	28 90	19 90	86 30		
Average Rate	378 25	261 62	161 11	105.06			

**CATEGORY 2 DISBURSEMENTS**

Type & Purpose	Amount £
Photocopying - Internal	90 80
	90 80

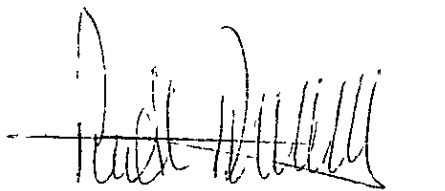


**CIRCLE PUBLISHING LIMITED (COMPANY VOLUNTARY ARRANGEMENT)**

**HIGH COURT OF JUSTICE NUMBER 19629 OF 2009**

**TERMINATION CERTIFICATE**

I, Ruth Ellen Duncan of Atherton Bailey, Kent House, Romney Place, Maidstone, Kent ME15 6LH hereby declare that the Company Voluntary Arrangement of Circle Publishing Limited entered into on 2 November 2009 has not been completed successfully and has hereby been terminated under the default terms of the said Arrangement

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

**RUTH E DUNCAN**  
Supervisor of the Company Voluntary Arrangement  
of Circle Publishing Limited

**30 June 2011**