

In accordance with Rule 6 28 of the Insolvency (England & Wales) Rules 2016 and Section 106(3) of the Insolvency Act 1986

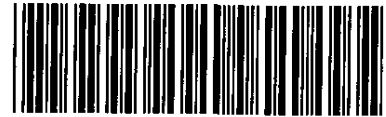
LIQ14

Notice of final account prior to dissolution in CVL



Companies House

FRIDAY



A25 *A819WK69* 15/03/2019 #237
COMPANIES HOUSE

1 Company details

Company number 0 6 2 7 9 6 6 5

Company name in full TES Holdings Limited

→ Filing in this form
Please complete in typescript or in bold black capitals

2 Liquidator's name

Full forename(s) David John

Surname Pike

3 Liquidator's address

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

4 Liquidator's name

Full forename(s) James Robert

Surname Tucker

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

5 Liquidator's address

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

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

Continuation page

Name and address of insolvency practitioner

✓ **What this form is for**
 Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. Attach this to the relevant form. ①
 Use extra copies to tell us of additional insolvency practitioners.

✗ **What this form is NOT for**
 You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

→ **Filling in this form**
 Please complete in typescript or in bold black capitals
 All fields are mandatory unless specified or indicated by *

1 Appointment type

Tick to show the nature of the appointment:

- Administrator
- Administrative receiver
- Receiver
- Manager
- Nominee
- Supervisor
- Liquidator
- Provisional liquidator

① You can use this continuation page with the following forms:
 - VAM1, VAM2, VAM3, VAM4, VAM6, VAM7
 - CVA1, CVA3, CVA4
 - AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25
 - REC1, REC2, REC3
 - LIQ2, LIQ3, LIQ05, LIQ13, LIQ14, WU07, WU15
 - COM1, COM2, COM3, COM4
 - NDISC

2 Insolvency practitioner's name

Full forename(s)	Edward George
Surname	Boyle

3 Insolvency practitioner's address

Building name/number	15 Canada Square
Street	Canary Wharf
Post town	London
County/Region	
Postcode	E 1 4 5 G L
Country	

LIQ14
Notice of final account prior to dissolution in CVL

6 Liquidator's release

Tick if one or more creditors objected to liquidator's release.

:

7 Final account

I attach a copy of the final account.

8 Sign and date

Liquidator's signature

Signature

X



X

Signature date

^d1

^d3

^m0

^m3

^y2

^y0

^y1

^y9

LIQ14

Notice of final account prior to dissolution in CVL

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 **James Rivers**

Company name **KPMG LLP**

Address **15 Canada Square**
Canary Wharf

Post town **London**

County/Region

Postcode **E 1 4 5 G L**

Country

DX

Telephone **Tel +44 (0) 20 7311 1000**

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



Joint
Liquidators'
final report for
the period 5
September
2018 to 21
December
2018



TES Holdings Limited - in
Liquidation

7 January 2019

Notice to creditors

This final report provides an update on the liquidation of the Company to date.

We have included (Appendix 2) an account of all amounts received and payments made since the date of our appointment.

You will find other important information in this report such as the costs which we have incurred in the final period.

A glossary of the abbreviations used throughout this document is attached (Appendix 5).

Creditors' right to object to the Liquidators' release

If you wish to object to the release of the Liquidator, you must give notice, in writing, to the Liquidator within eight weeks of delivery of this notice, or if any request for information is made (as above), within eight weeks of when that request is determined.

The Liquidator will vacate office on delivering to the Registrar of Companies the final account and notice stating that no creditor has objected to their release.

Finally, we have provided answers to frequently asked questions and a glossary of insolvency terms on the following website, <http://www.insolvency-kpmg.co.uk/case+KPMG+T1814A4203.html> and <http://www.insolvency-kpmg.co.uk/case+KPMG+TG91544434.html>. We hope this is helpful to you.



Please also note that an important legal notice about this report is attached (Appendix 6).

Contents

1	Executive summary	1
2	Strategy and progress to date	2
3	Outcome for creditors	4
4	Joint Liquidators' remuneration and disbursements	5
Appendix 1	Statutory information	6
Appendix 2	Joint Liquidators' final receipts and payment account	7
Appendix 3	Schedule of expenses	8
Appendix 4	Joint Liquidators' charging and disbursements policy	9
Appendix 5	Glossary	13
Appendix 6	Notice: About this report	14

1 Executive summary

- We, David Pike, Jim Tucker and Ed Boyle, were appointed Joint Liquidators of the Company on 5 September 2018, following a previous administration appointment. The Company had been placed into administration on 26 October 2016.
- This is the first and final progress report of the liquidation of the Company and includes movements from the date of the final administration report to 21 December 2018.
- We have received an inter-company dividend in respect of a claim lodged against TESL. (Section 2 - Progress to date).
- We are not aware of any secured claims against the Company. (Section 3 – Outcome for creditors).
- There are no preferential creditors. (Section 3 - Outcome for creditors).
- The unsecured creditors received a first and final dividend of 0.55 pence in the £, which was declared on 27 November 2018. (Section 3 - Outcome for creditors).
- Please note: you should read this report in conjunction with any previous reports issued to the Company's creditors; these can be found at <http://www.insolvency-kpmg.co.uk/case+KPMG+T1814A4203.html>. Please refer to <http://www.insolvency-kpmg.co.uk/case+KPMG+TG91544434.html> for copies of our previous administration reports. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.



David Pike
Joint Liquidator

2 Strategy and progress to date

We were appointed Joint Liquidators of the Company on 5 September 2018, following a previous administration appointment. The Company had been placed into administration on 26 October 2016.

This final report covers the period from the date of our appointment to 21 December 2018. However, please refer to any previous administration reports or correspondence to creditors where information has previously been disclosed.

This section provides you with details of the final outcome of the liquidation. It follows the information provided in the Joint Administrators' final progress report issued to creditors on 17 August 2018.

2.1 Strategy to date

Strategy

As reported in our final administration report, the Company was owed funds from TESPL of \$12.3 million and TESL of \$2.5 million (associated companies within the TES Group). Both companies have been subject to insolvency proceedings since October 2016 and recently dividends to unsecured creditors were declared in these estates. Consequently we filed claims in the administration of TESPL and liquidation of TESL to participate in the respective dividend distributions.

On 21 August 2018 the Administrators of TESPL declared a dividend to unsecured creditors of 7.76 pence in the £. On 20 November 2018 a dividend distribution to unsecured creditors of 2.44 pence in the £ was declared by the Liquidators of TESL.

2.2 Asset realisations

Realisations during the liquidation are set out in the attached receipts and payments account (Appendix 2). Realisations made during this period are also shown in the receipts and payments account.

Summaries of the most significant realisations during the liquidation are provided below.

Inter-company dividends in respect of intercompany loans

We have received a dividend from TESPL of £163,324 and a further dividend of £247,008 from the liquidation of TESL.

VAT refunds (pre-liquidation)

The Company was registered for VAT purposes and a sum of £3,807 was received from HMRC representing reclaim in relation to the period to 13 August 2018 filed whilst in administration.

Administration surplus

A cash balance of £1,352 was transferred from the Administrators' bank account following the commencement of the liquidation.

Investigations

We can confirm we have complied with the relevant statutory requirements to provide information on the conduct of the Company's directors and any shadow directors to the Department for Business, Energy and Industrial Strategy. The contents of our submission are confidential.

2.3 Costs

Payments made during the liquidation are set out in the attached receipts and payments account (Appendix 2). Payments made during this period are also shown in the receipts and payments account.

Summaries of the most significant payments made during the liquidation are provided below.

Intra-group funding

During the preceding administration, a funding agreement was put in place between TESH and TESPL to enable the settlement of the administration expenses and costs incurred in the administration. In accordance with the terms of the funding agreement, £69,452 has been paid to TESPL to repay the funding provided to the Company during the administration period.

2.4 Schedule of expenses

We have detailed the costs incurred during the final period in the schedule of expenses attached (Appendix 3).

3 Outcome for creditors

3.1 Secured creditors

We are not aware of any secured claims against the Company.

3.2 Preferential creditors

Claims from employees in respect of (1) arrears of wages up to a maximum of £800 per employee, (2) unlimited accrued holiday pay and (3) certain pension benefits, rank preferentially.

As previously reported we are not aware of any preferential claims against the Company.

3.3 Unsecured creditors

There are 6 unsecured creditors and their claims have been agreed at £63,311,275.

A first and final dividend to unsecured creditors of 0.55p in the £ was declared on 27 November 2018 and paid during the period.

Unsecured creditors should note that any dividend cheques that remain unrepresented on 27 May 2019 (i.e. six months from the date of issue) will be cancelled and all unclaimed dividends will be forwarded to the Insolvency Service.

Any unsecured creditor who wishes to reclaim their dividend after 27 May 2019 should contact the Insolvency Service directly. The relevant details will be provided at <http://www.insolvency-kpmg.co.uk/case+KPMG+TI814A4203.html>.

3.4 Other matters

VAT matters

As detailed in our last administration report, the Company was a part of a VAT Group with TESL being the representative member. This VAT Group was de-registered for VAT purposes as at 13 August 2018.

4 Joint Liquidators' remuneration and disbursements

Time costs

From the date of our appointment to 21 December 2018, we have incurred time costs of £15,319. These represent 41 hours at an average rate of £374 per hour.

Remuneration

During the liquidation period, we have not drawn any remuneration. As detailed in our initial *notification to creditors issued on 10 September 2018 we have not sought approval to our remuneration in the liquidation*. Therefore our time costs incurred in dealing with the matters arising in the liquidation will not be recovered from the estate.

Disbursements

We have not incurred any disbursements during the course of the liquidation.

Additional information

We have attached (Appendix 4) an analysis of the time spent, the charge-out rates for each *grade of staff and the expenses paid directly by KPMG for the final period from 5 September 2018 to 21 December 2018*. We have also attached our charging and disbursements policy.

Appendix 1 Statutory information

Company information

Company name	TES Holdings Limited
Previous company names if applicable	n/a
Date of incorporation	14 June 2007
Company registration number	06279665
Previous registered office	Aviation House Brocastle Avenue, Waterton Industrial Estate, Bridgend, CF31 3XR
Present registered office	KPMG LLP, 15 Canada Square, London, Greater London, E14 5GL
Trading address	Aviation House Brocastle Avenue, Waterton Industrial Estate, Bridgend, CF31 3XR
Nature of business	Aircraft engine and asset management services

Liquidation information

Appointed by	Creditors pursuant to Paragraph 83 of Schedule B1 of the Insolvency Act 1986
Date of appointment	5 September 2018
Joint Liquidators' details	David Pike, Jim Tucker and Ed Boyle
Joint Liquidators' address	15 Canada Square, Canary Wharf, London, E14 5GL
Functions	The functions of the Joint Liquidators are being exercised by them individually or together in accordance with Section 231(2) of the Insolvency Act 1986
EC Regulations	EC Regulations apply and these proceedings are the Main Proceedings as defined in Article 3 of the EC regulations.

Appendix 2 Joint Liquidators' final receipts and payment account

TES Holdings Limited - in Liquidation			
Abstract of receipts & payments			
Statement of affairs (£)		From 05/09/2018 To 21/12/2018 (£)	From 05/09/2018 To 21/12/2018 (£)
ASSET REALISATIONS			
163,323.74	Intercompany loans	410,331.75	410,331.75
	VAT refunds (pre-liq.)	3,806.88	3,806.88
	Funds from administration	1,351.67	1,351.67
		415,490.30	415,490.30
COST OF REALISATIONS			
	Irrecoverable VAT	(28.40)	(28.40)
	Intra-group funding repayment	(69,452.03)	(69,452.03)
	Statutory advertising	(142.00)	(142.00)
	Bank charges	(0.21)	(0.21)
		(69,622.64)	(69,622.64)
UNSECURED CREDITORS			
(63,047,496.00)	Trade & expense	(345,867.66)	(345,867.66)
		(345,867.66)	(345,867.66)
(62,884,172.26)		NIL	NIL

Appendix 3 Schedule of expenses

Schedule of expenses (05/09/2018 to 21/12/2018)			
Expenses (£)	Incurred and paid in the period (£)	Incurred in the period not yet paid (£)	Total (£)
Cost of realisations			
Intra-group funding repayment	69,452.03	0.00	69,452.03
Statutory advertising	142.00	0.00	142.00
TOTAL	69,594.03	0.00	69,594.03

Requests for further information and right to challenge our remuneration and expenses

Creditors' requests for further information

If you would like to request more information about our remuneration and expenses disclosed in this report, you must do so in writing within 21 days of receiving this report.

Requests from unsecured creditors must be made with the concurrence of at least 5% in value of unsecured creditors (including, the unsecured creditor making the request) or with the permission of the Court.

Creditors' right to challenge our remuneration and expenses

If you wish to challenge the basis of our remuneration, the remuneration charged, or the expenses incurred during the period covered by this report, you must do so by making an application to Court within eight weeks of receiving this report.

Applications by unsecured creditors must be made with concurrence of at least 10% in value of unsecured creditors (including the unsecured creditor making the challenge) or with the permission of the Court.

The full text of the relevant Rules can be provided on request by writing to Jannice Adofo at KPMG LLP, KPMG LLP, 15 Canada Square, London, Greater London, E14 5GL.

Appendix 4 Joint Liquidators' charging and disbursements policy

Joint Liquidators' charging policy

The time charged to the liquidation is by reference to the time properly given by us and our staff in attending to matters arising in the liquidation. This includes work undertaken in respect of tax, VAT, employee, pensions and health and safety advice from KPMG in-house specialists.

Our policy is to delegate tasks in the liquidation to appropriate members of staff considering their level of experience and requisite specialist knowledge, supervised accordingly, so as to maximise the cost effectiveness of the work performed. Matters of particular complexity or significance requiring more exceptional responsibility are dealt with by senior staff or us.

A copy of "A Creditors' Guide to Joint Liquidators' Fees" from Statement of Insolvency Practice 9 ('SIP 9') produced by the Association of Business Recovery Professionals is available at:

<https://www.r3.org.uk/what-we-do/publications/professional/fees/liquidators-fees>

If you are unable to access this guide and would like a copy, please contact Jannice Adofo on 020 73116354.

Hourly rates

Set out below are the relevant charge-out rates per hour worked for the grades of our staff actually or likely to be involved on this liquidation. Time is charged by reference to actual work carried out on the liquidation.

All staff who have worked on the liquidation, including cashiers and secretarial staff, have charged time directly to the liquidation and are included in the analysis of time spent. The cost of staff employed in central administration functions is not charged directly to the liquidation but is reflected in the general level of charge-out rates.

Charge-out rates (£) for: Restructuring

Grade	From 01 Nov 2016 £/hr
Partner	835
Director	740
Senior Manager	645
Manager	515
Senior Administrator	375
Administrator	285
Support	142

Policy for the recovery of disbursements

Where funds permit the officeholders will seek to recover both Category 1 and Category 2 disbursements from the estate. For the avoidance of doubt, such expenses are defined within SIP 9 as follows:

Category 1 disbursements: These are costs where there is specific expenditure directly referable to both the appointment in question and a payment to an independent third party.

These may include, for example, advertising, room hire, storage, postage, telephone charges, travel expenses, and equivalent costs reimbursed to the officeholder or his or her staff.

Category 2 disbursements: These are costs that are directly referable to the appointment in question but not to a payment to an independent third party. They may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis, for example, business mileage.

Category 2 disbursements charged by KPMG Restructuring include mileage. This is calculated as follows:

Mileage claims fall into three categories:

- Use of privately-owned vehicle or car cash alternative – 45p per mile.
- Use of company car – 60p per mile.
- Use of partner’s car – 60p per mile.

For all of the above car types, when carrying KPMG passengers an additional 5p per mile per passenger will also be charged where appropriate.

We have not incurred any disbursements (excluding VAT) during the liquidation period.

We have the authority to pay Category 1 disbursements without the need for any prior approval from the creditors of the Company.

Narrative of work carried out for the period 5 September 2018 to 21 December 2018

The key areas of work have been:

Statutory and compliance	<ul style="list-style-type: none"> ■ providing initial statutory notifications of our appointment to the Registrar of Companies, creditors and other stakeholders, and advertising our appointment, ■ posting information on a dedicated web page, ■ preparing statutory receipts and payments accounts; ■ arranging bonding and complying with statutory requirements, ■ dealing with all closure related formalities, ■ ensuring compliance with all statutory obligations within the relevant timescales
Strategy documents, Checklist and reviews	<ul style="list-style-type: none"> ■ dealing with queries arising during the appointment, ■ reviewing matters affecting the outcome of the liquidation; ■ complying with internal filing and information recording practices, including documenting strategy decisions.
Cashiering	<ul style="list-style-type: none"> ■ setting up liquidation bank accounts and dealing with the Company’s pre-appointment accounts, ■ creating remittances and sending payments to settle post-appointment invoices, ■ reconciling post-appointment bank accounts to internal systems, ■ ensuring compliance with appropriate risk management procedures in respect of receipts and payments
Shareholders	<ul style="list-style-type: none"> ■ providing notification of our appointment; ■ providing copies of statutory reports to the shareholders
General	<ul style="list-style-type: none"> ■ reviewing time costs data and producing analysis of time incurred which is compliant with Statement of Insolvency Practice 9
Asset realisations	<ul style="list-style-type: none"> ■ filing claims in respect of inter-company receivables and receipt of dividends.
Creditors and claims	<ul style="list-style-type: none"> ■ creating and updating the list of unsecured creditors; ■ responding to enquiries from creditors regarding the liquidation and submission of their claims; ■ reviewing completed forms submitted by creditors, recording claim amounts and

	<ul style="list-style-type: none"> ■ maintaining claim records; ■ agreeing unsecured claims, ■ arranging distributions to the unsecured creditors; ■ drafting our final report
Investigations/ directors	■ reviewing the questionnaires submitted by the directors of the Company.

Time costs

SIP 9 –Time costs analysis (05/09/2018 to 21/12/2018)			
	Hours	Time Cost (£)	Average Hourly Rate (£)
Administration & planning			
Cashiering			
Fund management	0.30	112.50	375.00
General (Cashiering)	7.20	2,311.50	321.04
Reconciliations (& IPS accounting reviews)	0.40	56.80	142.00
General			
Fees and WIP	1.20	450.00	375.00
Statutory and compliance			
Appointment and related formalities	3.00	1,159.00	386.33
Bonding & Cover Schedule	0.50	169.50	339.00
Checklist & reviews	4.70	1,710.50	363.94
Closure and related formalities	0.20	103.00	515.00
Statutory advertising	0.20	57.00	285.00
Strategy documents	0.40	206.00	515.00
Tax			
Post appointment corporation tax	0.30	85.50	285.00
Creditors			
Creditors and claims			
Agreement of claims	1.70	484.50	285.00
Agreement of unsecured claims	5.50	2,762.50	502.27
General correspondence	6.10	1,783.50	292.38
Payment of dividends	2.00	800.00	400.00
Statutory reports	4.70	2,126.50	452.45
Investigation			
Directors			
Correspondence with directors	0.70	318.50	455.00
Directors' questionnaire / checklist	0.70	262.50	375.00
Statement of affairs	0.40	114.00	285.00

SIP 9 –Time costs analysis (05/09/2018 to 21/12/2018)

	Hours	Time Cost (£)	Average Hourly Rate (£)
Realisation of assets			
Asset Realisation			
Debtors	0.80	246.00	307.50
Total in period	41.00	15,319.30	373.64

Brought forward time (appointment date to SIP 9 period start date)	0.00	0.00
SIP 9 period time (SIP 9 period start date to SIP 9 period end date)	41.00	15,319.30
Carry forward time (appointment date to SIP 9 period end date)	41.00	15,319.30

All staff who have worked on this assignment, including cashiers and secretarial staff, have charged time directly to the assignment and are included in the analysis of time spent. The cost of staff employed in central administration functions is not charged directly to the assignment but is reflected in the general level of charge out rates.

All time shown in the above analysis is charged in units of six minute

Appendix 5 Glossary

Company	TES Holdings Limited - in Liquidation
Group	The Company together with Total Engine Support Limited – in Liquidation, TES Parts Limited – in Administration, TES Aviation Services Limited – formerly in Administration and TES Aviation Limited – formerly in Administration
HMRC	HM Revenue & Customs
Joint Liquidators/we/our/us	David Pike, Jim Tucker and Ed Boyle
KPMG	KPMG LLP
TESL	Total Engine Support Limited – in Liquidation
TESPL	TES Parts Limited – in Administration

Any references in this report to Sections, Paragraphs and Rules are to Sections, Paragraphs and Rules in the Insolvency Act 1986 and the Insolvency (England and Wales) Rules 2016 respectively.

Appendix 6 Notice: About this report

This progress report has been prepared by David Pike, Jim Tucker and Ed Boyle, the Joint Liquidators of TES Holdings Limited (the 'Company'), solely to comply with their statutory duty under the Insolvency Rules (England and Wales) 2016 to provide members and creditors with an update on the progress of the liquidation of the estate, and for no other purpose.

This report is not suitable to be relied upon by any other person, or for any other purpose or in any other context including any decision in relation to the debt of or any financial interest in the Company or any other company in the Group. Any person that chooses to rely on this report for any purpose or in any context other than under the Insolvency Rules (England and Wales) 2016 does so at their own risk.

David John Pike and James Robert Tucker and Edward George Boyle are authorised to act as insolvency practitioners by the Institute of Chartered Accountants in England & Wales.

We are bound by the Insolvency Code of Ethics.

The Officeholders are Data Controllers of personal data as defined by the Data Protection Act 2018. Personal data will be kept secure and processed only for matters relating to the appointment. For further information, please see our Privacy policy at – home.kpmg.com/uk/en/home/misc/privacy-policy-insolvency-court-appointments.html.

The appointments of the Joint Liquidators are personal to them and, to the fullest extent permitted by law, KPMG LLP does not assume any responsibility and will not accept any liability to any person in respect of this Report or the conduct of the liquidation.

www.kpmg.com

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