

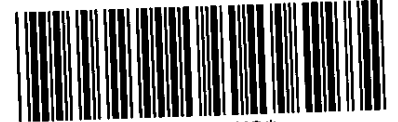
# LIQ03

## Notice of progress report in voluntary winding up



Companies House

THURSDAY



A09 \*A7XSNTKO\* #328  
24/01/2019  
COMPANIES HOUSE

### 1 Company details

Company number: 0 0 0 4 3 5 2 0  
Company name in full: Unilever Bestfoods UK Limited

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

### 2 Liquidator's name

Full forename(s): Richard  
Surname: Barker

### 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

Full forename(s): Samantha Jane  
Surname: Keen

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

### 5 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

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

# LIQ03

## Notice of progress report in voluntary winding up


### 6 Period of progress report

From date	<input type="text" value="1"/> <input type="text" value="5"/>	<input type="text" value="1"/> <input type="text" value="2"/>	<input type="text" value="2"/> <input type="text" value="0"/> <input type="text" value="1"/> <input type="text" value="7"/>	
To date	<input type="text" value="1"/> <input type="text" value="4"/>	<input type="text" value="1"/> <input type="text" value="2"/>	<input type="text" value="2"/> <input type="text" value="0"/> <input type="text" value="1"/> <input type="text" value="8"/>	

### 7 Progress report

<input checked="" type="checkbox"/> The progress report is attached	
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### 8 Sign and date

Liquidator's signature	Signature <input checked="" type="checkbox"/>  <input checked="" type="checkbox"/>			
Signature date	<input type="text" value="2"/> <input type="text" value="1"/>	<input type="text" value="0"/> <input type="text" value="1"/>	<input type="text" value="2"/> <input type="text" value="0"/> <input type="text" value="1"/> <input type="text" value="9"/>	

# 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	Shaun Walshaw
Company name	Ernst & Young LLP
Address	Ernst & Young LLP
	1
	More London Place
Post town	
County/Region	London
Postcode	S E 1 2 A F
Country	United Kingdom
DX	
Telephone	020 7197 7961



### 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)



Ernst & Young LLP  
1 More London Place  
London  
SE1 2AF  
Tel + 44 20 7951 2000  
Fax + 44 20 7951 1345  
ey.com

TO ALL MEMBERS

21 January 2019

Ref. ML5W/SJK/RB/SS/MP/SW  
Direct line 020 7197 7961 – Shaun  
Walshaw  
Email [ssaif@uk.ey.com](mailto:ssaif@uk.ey.com)  
Salman Saif

Dear Sir or Madam

## **Unilever Bestfoods UK Limited (In Members' Voluntary Liquidation) ("the Company")**

As you will already be aware, on 15 December 2014, Elizabeth Bingham and Kerry Trigg were appointed as Joint Liquidators of the Company

By Orders of the Court, on 15 March 2016 and 1 August 2016, Elizabeth Bingham and Kerry Trigg were replaced by Samantha Keen and Dan Mindel as Joint Liquidators of the Company. Further to this by the Order of the Court on 18 May 2017, Dan Mindel was replaced as Joint Liquidator of the Company by Richard Barker. Samantha Keen and Richard Barker are Insolvency Practitioners licensed by the Insolvency Practitioners Association.

I now write to provide you with our report on the progress of the liquidation for the period from 15 December 2017 to 14 December 2018

In accordance with the provisions of the Insolvency (England & Wales) Rules 2016 ("the Rules"), we are required 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 15 December 2017 to 14 December 2018 is at Appendix B, incorporating a cumulative receipts and payments account for the period from 15 December 2014 to 14 December 2018.

### **Progress during the period of this report**

#### ***The Carrow Factory Site, Norwich***

As previously advised, it has come to our attention that the legal title of the above property is still held in the name of the Company. This matter has been referred to Unilever management and their legal advisors who are investigating the issue and considering the transfer of title of this property to another group company.

As at the date of this report, the Company's lawyers have advised that the transferee has agreed to the terms of the transfer and, therefore, the only outstanding issue is for the adjoining owners to approve the deeds of covenant which will be required from Unilever. It is, therefore, anticipated that this matter will be concluded in early 2019.

#### ***Employee Claims***

As previously reported, employee personal injury claims have been received in the liquidation and are being dealt with by the Company's insurers. It will not be possible to close the liquidation until these claims have been finalised. We are continuing to liaise with the Company and its insurers in this regard.



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### ***Distribution to Members***

The Declaration of Solvency, as sworn by the directors, showed that the Company's only asset and liability at the date of liquidation were an intercompany receivable of £3,159,798 and an intercompany payable of £3,059,798. This results in a net intercompany receivable balance of £100,000

Since the date of liquidation, there have been reconciling adjustments in respect of the intercompany positions related to interest, dividends and corporation tax group relief allocations. As such, we understand that the Company's only asset is currently a net intercompany receivable balance of £1,211,373 which will be distributed to the members on closure of the liquidation.

### ***Tax Clearance***

It is customary in a liquidation to seek confirmation from the relevant Crown bodies that they have no claim in respect of corporation tax, VAT, PAYE and National Insurance Contributions. The appropriate clearances have been received from HMRC that they have no claim, there are no outstanding Corporation Tax matters and that there is no objection to the closure of the liquidation in due course.

### **Joint Liquidators' remuneration**

Our remuneration was fixed on a time cost basis by a resolution of the members passed on 15 December 2014 and is paid by another group company. There is no recourse to the estate in respect of our fees where such contractual arrangement exists with another group company.

*Details of amounts paid, name of the payer and the relationship between the payer and the Company,* are available upon written request to me at Ernst & Young LLP, 1 More London Place, SE1 2AF.

### **Joint Liquidators' statement of expenses incurred**

We have previously incurred expenses relating to statutory advertising and statutory bonding, which have also been paid by another group company. There is no recourse to the estate in respect of our expenses as a contractual arrangement exists with another group company.

### **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**

In accordance with the Rules, I shall report again in twelve months' time, or sooner should there be any significant developments.

Once the legal title of the property has been transferred and the employee claims have been dealt with, the Joint Liquidators will issue the final report and account to the shareholder and seek to conclude the liquidation.



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Should you have any queries in relation to the matters in this report please contact my colleague, Shaun Walshaw, on the above line

Yours faithfully  
for the Company

A handwritten signature in black ink, appearing to read 'Richard Barker'.

Richard Barker  
Joint Liquidator

R Barker and S J Keen are licensed in the United Kingdom to act as Insolvency Practitioners by the Insolvency Practitioners Association.

The Joint Liquidators may act as data controllers of personal data as defined by the General Data Protection Regulation 2016/679, depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidator's appointment. The Office Holder Data Privacy Notice can be found at [www.ey.com/uk/officeholderprivacy](http://www.ey.com/uk/officeholderprivacy)

**Unilever Bestfoods UK Limited  
(In Members' Voluntary Liquidation) ("the Company")**

**Information about the Company and the Liquidators**

Registered office address of the company:	1 More London Place, London, SE1 2AF
Registered number:	00043520
Full names of the liquidators:	Richard Barker and Samantha Jane Keen
Liquidators' address(es):	Ernst & Young LLP 1 More London Place London SE1 2AF
Date of appointment of the joint liquidators:	15 December 2014
Details of any changes of liquidator	<p>On 15 March 2016 and 1 August 2016, Elizabeth Bingham and Kerry Trigg were replaced by Samantha Keen and Dan Mindel as Joint Liquidators of the Company.</p> <p>On 18 May 2017, Dan Mindel was replaced by Richard Barker as Joint Liquidator of the Company.</p>

**Unilever Bestfoods UK Limited**  
**(In Members' Voluntary Liquidation) ("the Company")**

**Joint Liquidators' receipts and payments account for the period from 15 December 2017 to 14 December 2018**

Declaration of Solvency Estimated to Realise Values		From 15/12/2017 to 14/12/2018	Cumulative to 14/12/2018
£		£	£
	<b>Receipts</b>		
3,159,798	Intercompany balance	NIL	NIL
	<b>Payments</b>		
(3,059,798)	Intercompany payable	NIL	NIL
100,000	<b>Balance as at 14 December 2018</b>	<b>NIL</b>	<b>NIL</b>

**Notes**

1. Receipts and payments are stated net of VAT
2. The Joint Liquidators' remuneration and disbursements have been met by another group company.



**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 Creditors' and 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").

Rules 18.9 and 18.34 are reproduced from the Insolvency (England and Wales) Rules 2016, as amended by the Insolvency (England and Wales) (Amendment) Rules 2017, under the terms of Crown Copyright Guidance issued by HMSO