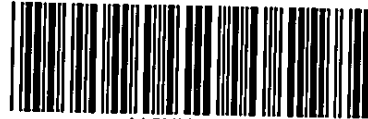


WEDNESDAY



\*A2HN3RGP\*

A50

25/09/2013

#18

# Return of Final Meeting Members' Voluntary Winding Up

**S.94**

Pursuant to Section 94 of the Insolvency Act 1986

To the Registrar of Companies

Company Number

03565671

Name of Company

(a) Insert full name of company

(a) CRAWFORD PACKAGING UK

Limited

(b) Insert full name(s) and address(es)

We (b) LINDSEY J COOPER & RUSSELL S CASH  
of BAKER TILLY RESTRUCTURING & RECOVERY LLP  
3 HARDMAN ST  
MANCHESTER M3 3AF

(c) Delete as applicable

(d) Insert date

(e) The copy account must be authenticated by the written signature(s) of the liquidator(s)

(f) Insert venue of the meeting

give notice that a general meeting of the company was duly (c) [held on] [summoned for] (d) 19/9/13 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached (e)) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of and (c) [that the same was done accordingly] [no quorum was present at the meeting]

The meeting was held at (f) BAKER TILLY, 3 HARDMAN ST, MANCHESTER M3 3AF

The winding up covers the period from (d) 05/02/13 (opening of winding up) to the final meeting (close of winding up) 19/09/13

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

"THAT THE JOINT LIQUIDATORS BE RELEASED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 173(2)(d) OF THE INSOLVENCY ACT 1986 AS SOON AS A RETURN OF THE FINAL MEETING IS SENT TO THE REGISTRAR OF COMPANIES IN ACCORDANCE WITH SECTION 94(3) OF THE INSOLVENCY ACT 1986"

Signed

Date

24/9/13

Presenter's name, address  
and reference  
(if any)

**IN THE MATTER OF**  
**GRAHAM PACKAGING U.K. LIMITED**  
**IN MEMBERS' VOLUNTARY LIQUIDATION**  
**("the Company")**

**JOINT LIQUIDATORS' FINAL PROGRESS REPORT**

**19 SEPTEMBER 2013**

**RUSSELL CASH AND LINDSEY COOPER**  
**JOINT LIQUIDATORS**

**APPOINTED: 05 FEBRUARY 2013**

**BAKER TILLY RESTRUCTURING AND RECOVERY LLP**  
**3 HARDMAN STREET**  
**MANCHESTER M3 3HF**

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## **1. PURPOSE OF REPORT**

This is the first and final report on the conduct of the Liquidation of Graham Packaging U.K Limited following our appointment as Joint Liquidators on 05 February 2013.

This report has been prepared in accordance with insolvency legislation to provide members and the Registrar of Companies with information relating to the entire period of the liquidation from 5 February 2013 to 19 September 2013.

This report has been prepared solely to comply with the statutory requirements of Section 94 of the Insolvency Act 1986 and Rule 4.126A of the Insolvency Rules 1986 (as amended). It has not been prepared for use in respect of any other purpose, or to inform any investment decision in relation to any debt or financial interest in the Company. Neither the Liquidators nor Baker Tilly Restructuring and Recovery LLP accept any liability whatsoever arising as a result of any decision or action taken or refrained from as a result of information contained in this report.

## **2. PROGRESS OF THE LIQUIDATION**

### **2.1. Payments to creditors**

The Company had no creditors.

### **2.2. Realisation of Assets**

#### ***Cash at Bank***

The amount of £3,852.33, which was held in the Company's bank account, was transferred to an account controlled and operated by the Liquidators on appointment.

## **3. DISTRIBUTIONS TO SHAREHOLDERS**

There have been no distributions to shareholders.

## **4. RECEIPTS AND PAYMENTS SUMMARY**

We attach as Appendix B a summary of our receipts and payments for the period from 5 February 2013 to 19 September 2013.

### ***VAT Basis***

Receipts and payments are shown net of VAT as the Company was not VAT registered, and consequently VAT is not recoverable from HM Revenue and Customs. The irrecoverable VAT is shown in the receipts and payments account as a “cost of realisation”.

## **5. COSTS AND JOINT LIQUIDATORS' REMUNERATION**

### **5.1. Joint Liquidators' Remuneration and Disbursements**

#### ***Authority for remuneration and disbursements***

Shareholders, by written resolution on 5 February 2013, authorised that we may draw remuneration as Joint Liquidators and ‘Category 2’ disbursements in relation to this assignment, the resolutions stating:-

*“The Joint Liquidators shall be authorised to draw their remuneration in the set amount of £5,000 plus VAT and disbursements, such amount being based on assumptions set out in Baker Tilly Restructuring & Recovery LLP’s letter of advice and letter of engagement dated 25 September 2012 and such remuneration to be paid by the Company ”*

*“That the Joint Liquidators be authorised to draw ‘Category 2’ disbursements out of the assets as an expense of the liquidation, at the rates prevailing when the cost is incurred ”*

If you would like a copy of A Shareholders Guide to Liquidator’s Fees, please let me know.

#### ***Summary of time costs and remuneration drawn***

We have incurred time costs of £9,140 since the date of our appointment. Of this, the amount of £875 70 has been paid from the Liquidation and the amount of £1,624 30 has been paid by Graham Packaging Europe. The amount of £6,640 remains outstanding and will be written off.

We have also incurred disbursements of £321.49, and drawn disbursements of £301 49 in relation to the liquidation

Shareholders will recall that by written resolution on 5 February 2013 they also approved the payment of advisory fees in the sum of £2,500 to be paid to Baker Tilly Restructuring and Recovery LLP. These fees have also been paid by me as Joint Liquidator with £2,083 33 being paid from the Liquidation and £416.67 being paid by Graham Packaging Europe

### ***Detailed cost breakdown***

Attached to this report are five Appendices relating to our costs on this assignment:

- Appendix G. Joint Liquidators' time cost analysis;
- Appendix D. Joint Liquidators' charge out and disbursement rates,
- Appendix C. A copy of Baker Tilly Restructuring and Recovery LLP's charging, expenses and disbursements policy statement,
- Appendix E: Category 2 disbursements table,
- Appendix F. Statement of expenses analysis

## **6. JOINT LIQUIDATORS' STATEMENT OF EXPENSES**

A statement of the expenses incurred during the period, is attached at Appendix F. This includes all expenses incurred by the Joint Liquidators in the period of the report irrespective of whether they have been paid or not and may include estimated amounts where actual invoices have not been received. The receipts and payments abstract at Appendix B sets out the expenses actually paid in the period.

## **7. FINAL MEETING AND CLOSURE OF LIQUIDATION**

### **7.1. Final meeting**

A notice convening the final meeting of members is enclosed with this report, together with a form of proxy. Please note that the meeting is purely formal and that there is no necessity to attend. The sole purpose of the meeting is to enable the Joint Liquidators' report on the conduct of the winding up to be presented, and to present the Joint Liquidators' final statement of receipts and payments.

### **7.2. Release of Liquidator**

We can advise that our release as Joint Liquidators will be effective on the filing of our account of the final meeting with the Registrar of Companies.

### **7.3 Dissolution of the Company**

The Company will be dissolved automatically (cease to exist) three months after we file details of our release with the Registrar of Companies.

## **8. MEMBERS' RIGHT TO INFORMATION AND ABILITY TO CHALLENGE REMUNERATION AND EXPENSES**

In accordance with the provisions of Rules 4.49E and 4.148C of the Insolvency Rules 1986 members have a right to request further information about remuneration or expenses and to challenge such remuneration or expenses.

A request for further information must be made in writing within 21 days of receipt of this report

Members of the Company with at least 10% of the total voting rights of all members having the right to vote at general meetings of the Company, or any members with the permission of the court, may apply to court that the remuneration charged, the basis fixed or expenses incurred by the liquidator are in all the circumstances excessive.

Any such challenge must be made no later than eight weeks after receipt of the report which first discloses the charging of remuneration or incurring of the expenses in question

Should you have any further queries please do not hesitate to contact me



**Lindsey J Cooper**  
**Baker Tilly Restructuring and Recovery LLP**  
**Joint Liquidator**

Russell Cash is licensed to act as an Insolvency Practitioner in the UK by the Institute of Chartered Accountants in England and Wales  
Lindsey Cooper is licensed to act as an Insolvency Practitioner in the UK by the Institute of Chartered Accountants in England and Wales

**COMPANY INFORMATION**

Company Name.	Graham Packaging U K Limited
Functions	<p>The Joint Liquidators' appointment specified that they would have power to act jointly and severally.</p> <p>The Joint Liquidators' have exercised, and will continue to exercise, all of their functions jointly and severally as stated in the notice of appointment</p>
Previous Company Names	Oxenhurst Limited (Changed 1998)
Company Number.	03565671
Date of Incorporation:	18 May 1998
Trading Name:	Graham Packaging U K Limited
Trading Address.	<p>C/o 5<sup>th</sup> Floor, 6 St Andrew Street</p> <p>London</p> <p>EC4A 3AE</p>
Principal Activity	Manufacture of plastic packing goods
Registered Office	<p>Baker Tilly,</p> <p>3 Hardman Street,</p> <p>Manchester M3 3HF</p>



**Receipts and Payments Abstract: Graham Packaging U.K. Limited In Members' Voluntary**

Bank, Cash and Cash Investment Accounts All Dates

SOA Value £		£	£
	ASSET REALISATIONS		
3,877 00	Cash at Bank	3,852 33	
			3,852 33
	COST OF REALISATIONS		
0 00	Appointee Fees	(875 70)	
0 00	Pre Appointment Fees	(2,083 33)	
0 00	Statutory Advertising	(251 24)	
	VAT Irrecoverable	(642 06)	
			(3,852 33)
	EQUITY		
(1 00)	Ordinary	0 00	
			0 00
3,876 00			0 00

## **BAKER TILLY RESTRUCTURING AND RECOVERY LLP**

### **CHARGING, EXPENSES AND DISBURSEMENTS POLICY STATEMENT**

#### **Charging policy**

- Partners, directors, managers, administrators, cashiers, secretarial and support staff are allocated an hourly charge out rate which is reviewed from time to time.
- Work undertaken by cashiers, secretarial and support staff will be or has been charged for separately and such work will not or has not also been charged for as part of the hourly rates charged by partners, directors, managers and administrators
- Time spent by partners and all staff in relation to the insolvency estate is charged to the estate.
- Time is recorded in 6-minute units at the rates prevailing at the time the work is done
- The current charge rates for Baker Tilly Restructuring and Recovery LLP Manchester are attached
- Time billed is subject to Value Added Tax at the applicable rate
- It is the office holder's policy to ensure that work undertaken is carried out by the appropriate grade of staff required for each task, having regard to its complexity and the skill and experience actually required to perform it.
- Baker Tilly Restructuring and Recovery LLP's charge out rates are reviewed periodically.

#### **Expenses and disbursements policy**

- Only expenses and disbursements properly incurred in relation to an insolvency estate are re-charged to the insolvency estate
- Expenses and disbursements which comprise external supplies of incidental services specifically identifiable to the insolvency estate require disclosure to members, but do not require members' approval prior to being drawn from the insolvency estate. These are known as "Category 1" disbursements.
- Expenses and disbursements which are not capable of precise identification and calculation (for example any which include an element of shared or allocated costs) or payments to outside parties that the firm or any associate has an interest in, require the approval of members prior to being drawn from the insolvency estate. These are known as "Category 2" disbursements
- A resolution to consider approving "Category 2" disbursements at the rates prevailing at the time the cost is incurred to Baker Tilly Restructuring and Recovery LLP Manchester will be proposed to the relevant parties responsible for approving remuneration
- General office overheads are not re-charged to the insolvency estate as a disbursement.
- Any payments to outside parties in which the office holder or his firm or any associate has an interest will only be made with the approval of the relevant parties responsible for approving remuneration
- Where applicable, expenses and disbursements re-charged to or incurred directly by an insolvency estate are subject to VAT at the applicable rate.

**BAKER TILLY RESTRUCTURING AND RECOVERY LLP – MANCHESTER****JOINT LIQUIDATORS' CURRENT CHARGE OUT AND CATEGORY 2  
DISBURSEMENT RATES**

<b>HOURLY CHARGE OUT RATES</b>		
	<b>Rate at commencement £</b>	<b>Current rate £</b>
Partner	<b>330 – 390</b>	<b>350 – 390</b>
Manager	<b>180 – 290</b>	<b>180 – 280</b>
Administrator	<b>125 – 140</b>	<b>150 – 165</b>
Support staff	<b>125</b>	<b>130</b>

<b>“CATEGORY 2” DISBURSEMENT RATES</b>	
<b>Travel &amp; Subsistence</b>	
Motor travel	40p per mile (from 1 April 2010) 42 5p per mile (from 1 April 2011)
Subsistence	£23
<b>Circulars to Members / Creditors</b>	
Labels	£0.022 each
Headed paper	£0 079 per sheet
Plain paper	£0 079 per sheet
Large envelopes	£0 672 each
Small envelopes	£0 081 each
Photocopying charge	£0 005 per sheet
<b>Stationery</b>	
Lever arch files	£2.55 per file
Cashiering files	£1.06 per file
A-Z dividers	£0.79 per set
1-31 dividers	£0 92 per set
Coloured dividers (5 part)	£0 18 per set
Coloured dividers (10 part)	£0 31 per set
Multi-punch pockets	£0 01 per pocket
Storage boxes	£2.50 per box
<b>Sundry:</b>	
Faxes	N/a
Telephone conference calls	12 pence per minute
Internal room hire (for meetings)	£165 per room

**BAKER TILLY RESTRUCTURING & RECOVERY LLP****JOINT LIQUIDATORS' CATEGORY 2 DISBURSEMENTS TABLE**

<b>Amounts paid or payable to the Office Holder's firm or to any party in which the office holder or his firm or any associate has an interest</b>		
<b>Recipient, Type and Purpose</b>	<b>Paid</b>	<b>Unpaid</b>
	<b>£</b>	<b>£</b>
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**STATEMENT OF TOTAL EXPENSES INCURRED BY THE JOINT LIQUIDATORS DURING THE LIQUIDATION**

<b>Type and Purpose</b>	<b>Total Incurred</b>
	<b>£</b>
Baker Tilly Restructuring & Recovery LLP – Pre Appointment Time Costs	5,126 00
Baker Tilly Restructuring & Recovery LLP – Post Appointment Time Costs	9,140 00
Baker Tilly Restructuring & Recovery LLP – Statutory Advertising	301 49
Baker Tilly Restructuring & Recovery LLP – Specific Bond	20 00
<b>Total</b>	<b>14,587.49</b>

**Graham Packaging U K Limited**  
**Joint Liquidators' time costs in accordance with Statement of Insolvency Practice 9**

**Summary of Time Costs and Charge-out Rates to 19 September 2013**

	Partners	Managers	Administrators	Assistants	Total Hours	Total Time Costs	Average hourly rate
Hours (pre 31/12/2002)	0 00	0 00	0 00	0 00	0 00	£0 00	£0 00
Hours (post 31/12/2002)							
Administration and Planning	1 00	23 60	3 60	0 00	28 20	£7,018 00	£248 87
Investigation	0 00	0 00	0 00	0 00	0 00	£0 00	£0 00
Realisation of Assets	0 50	1 20	0 00	0 00	1 70	£507 00	£298 24
Trading	0 00	0 00	0 00	0 00	0 00	£0 00	£0 00
Creditors	0 20	5 80	0 00	0 00	6 00	£1,615 00	£269 17
Case Specific Matters	0 00	0 00	0 00	0 00	0 00	£0 00	£0 00
<b>Total Hours</b>	<b>1 70</b>	<b>30 60</b>	<b>3 60</b>	<b>0 00</b>	<b>35 90</b>		
<b>Total Time Costs</b>	<b>£663 00</b>	<b>£8,027 00</b>	<b>£450 00</b>	<b>£0 00</b>		<b>£9,140 00</b>	
<b>Average Hourly Rate</b>	<b>£390 00</b>	<b>£262 32</b>	<b>£125 00</b>	<b>£0 00</b>	<b>£254 60</b>		
<b>Charge-out Rates</b>							
As at 19 September 2013	£350-390	£180-280	£150-165				£130
As at 31 April 2013	£330-390	£180-290	£125-140				£125

Graham Packaging U K Limited  
Joint Liquidators' time costs in accordance with Statement of Insolvency Practice 9

Summary of Time Costs for "Administration and Planning"

HOURS SPENT	Partners	Managers	Administrators	Assistants	Total Hours	Total Time Costs
Appointment	0.2	3.8	0.0	0.0	4.0	£1,066.00
Background information	0.0	0.1	0.0	0.0	0.1	£26.50
Case Management	0.8	9.1	0.0	0.0	9.9	£2,693.50
Closure	0.0	2.0	0.0	0.0	2.0	£530.00
Director(s)/debtor/bankrupt	0.0	0.9	0.0	0.0	0.9	£235.50
Pension Scheme	0.0	0.8	0.0	0.0	0.8	£208.00
Pre-appointment matters	0.0	0.4	0.0	0.0	0.4	£106.00
Receipts and Payments	0.0	1.5	3.1	0.0	4.6	£780.50
Tax Matters	0.0	5.0	0.5	0.0	5.5	£1,372.00
Totals	1.0	23.6	3.6	0.0	28.2	£7,018.00

Summary of Time Costs for "Realisation of Assets"

HOURS SPENT	Partners	Managers	Administrators	Assistants	Total Hours	Total Time Costs
Assets - general/other	0.0	1.2	0.0	0.0	1.2	£312.00
Land and Property	0.5	0.0	0.0	0.0	0.5	£195.00
Totals	0.5	1.2	0.0	0.0	1.7	£507.00

Summary of Time Costs for "Creditors"

HOURS SPENT	Partners	Managers	Administrators	Assistants	Total Hours	Total Time Costs
Other Creditor Meetings and Reports	0.2	5.8	0.0	0.0	6.0	£1,615.00
Totals	0.2	5.8	0.0	0.0	6.0	£1,615.00

## NOTES TO APPENDIX G

### JOINT LIQUIDATORS' TIME COST ANALYSIS

**a) Administration and Planning**

This includes dealing with the commencement of the case administration, together with day-to-day case administration duties, maintenance of records and ongoing statutory obligations. These include but are not limited to handling receipts and payments, VAT and Income tax issues, pension queries and general correspondence. Other matters which are required to be dealt with as part of the appointment and which will fall under this heading include case planning and strategy, case reviews, bonding, maintenance and obtaining books and records, general meetings / correspondence, statutory and other advertising, insurance, re-directed mail, and statutory reports.

**b) Investigations**

Where appropriate this will include such matters as investigation of pre-appointment transactions in accordance with the relevant Statement of Insolvency Practice (SIP 2), and the investigation of any potential antecedent transactions such as transactions at under value and preferences which may result in legal action resulting in a recoverable asset.

**c) Realisation of Assets**

This includes dealing with all aspects of the realisation of assets including identifying, securing and insuring assets, and (where applicable), property, business and asset sales, retention of title claims and debt collection. Other matters dealt with during the case administration which will relate to asset realisation may commonly include effecting disclaimers, dealing with landlords, liaising with agents, undertaking inventories, meetings with purchasers / directors, arranging collection of leased assets, obtaining insurance, pursuing antecedent claims identified as part of the investigation work set out above. Details of the specific asset realisation work undertaken on this case are set out in the main body of the report. Asset realisation is considered to be a key aspect of the case administration.

**d) Creditors**

Queries from and correspondence with creditors and employees have been necessary aspects of the case administration process. Reports to creditors are also an important part of ongoing matters relating to this aspect of the case.

**e) Case Specific Matters**

Any case specific matters will generally be set out in the body of the report but will commonly include meetings, correspondence and telephone calls relating to specific issues in the case which do not fall into any the categories set out above and are specific to the case in question. This may include work done in relation to litigation, general advice or other major issues.



**IN THE MATTER OF THE INSOLVENCY ACT 1986 (AS AMENDED)**

**AND**

**IN THE MATTER OF GRAHAM PACKAGING U.K. LIMITED  
IN MEMBERS' VOLUNTARY LIQUIDATION**

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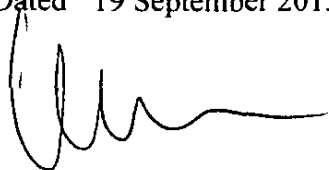
**NOTICE OF FINAL MEETING**

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**NOTICE IS HEREBY GIVEN** pursuant to Section 94 of the Insolvency Act 1986 (as amended) that a final meeting of the members of the above named company will be held at the offices of Baker Tilly Restructuring and Recovery LLP, 3 Hardman Street, Manchester M3 3HF on 19 September 2013 at 11 00AM for the purpose of receiving an account showing the manner in which the winding up has been conducted and the property of the Company disposed of, and of hearing any explanation that may be given by the Joint Liquidators and to consider whether the Joint Liquidators should be released in accordance with Section 173(2)(d) of the Insolvency Act 1986.

Proxies to be used at the meeting must be lodged with Baker Tilly Restructuring and Recovery LLP, 3 Hardman Street, Manchester M3 3HF no later than 12 noon on the preceding business day

Dated 19 September 2013



**Lindsey J Cooper**  
**Baker Tilly Restructuring and Recovery LLP**  
**Joint Liquidator**

Statement of rights under Section 325 Companies Act 2006

A member of a company is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a meeting of the Company

A member may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him

A proxy need not be a member of the Company

Rule 8.1

INSOLVENCY ACT 1986

Form 8.5

## PROXY (MEMBERS' OR CREDITORS' VOLUNTARY WINDING UP)

## GRAHAM PACKAGING U.K. LIMITED

(1) Please give full name and address for communication

(1) Name of Member

Address

(2) Please insert name of person (who must be 18 or over) or the "chairman of the meeting" (see note below) If you wish to provide for alternative proxy-holders in the circumstances that your first choice is unable to attend please state the name(s) of the alternatives as well

(2) Name of Proxy Holder

1

2

3

(3) Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion

I appoint the above person to be my member's proxy-holder at the meeting of members to be held on 19 September 2013 at 11 00AM, or at any adjournment of that meeting The proxy holder is to propose or vote as instructed below (3) (and in respect of any resolution for which no specific instruction is given, may vote or abstain at his/her discretion)

## Voting Instructions for resolutions

I That the joint liquidators be released in accordance with the provision of section 173(2)(d) of the Insolvency Act 1986 as soon as a return of the final meeting is sent to the Registrar of Companies in accordance with Section 94(3) of the Insolvency Act 1986

\* Please delete as appropriate

FOR/AGAINST\*

(4) Any other resolutions which the proxy-holder is to propose or vote in favour of or against should be set out in numbered paragraphs in the space provided below paragraph 1. If more room is required please use the other side of this form

(4)

(5) This form must be signed

(5) Signature

Date

Name in CAPITAL LETTERS

(6) Only to be completed if the creditor/contributory has not signed in person

(6) Position with creditor or relationship to creditor or other authority for signature

Remember there may be resolutions on the other side of this form