



To members and all known creditors

3 July 2019

Our ref: 20190703/JC/KH/Gemma/CVL1201aV2016

Dear Sirs

Gemma International Limited– in liquidation (“the Company”)

Formerly trading from: Linmar House, 6 East Portway, Andover, Hampshire SP10 3LU

On 11 June 2019, the Company’s shareholders passed a winding up resolution by written resolution and appointed Zelf Hussain and me as joint liquidators. A creditors decision by deemed consent on 11 June 2019 confirmed our appointment.

I enclose the liquidators’ first report following appointment.

If you need more information, please contact James Crowther on 0113 289 4076.

Yours faithfully

For and on behalf of the Company

K. E. Herridge

Katharine Herridge
For Rachael Wilkinson
Joint Liquidator

Rachael Maria Wilkinson and Zelf Hussain have been appointed as Joint Liquidators of Gemma International Limited to manage its affairs, business and property as its agents without personal liability. They 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 the 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.

PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL
T: +44 (0) 113 289 4000, F: +44 (0) 113 289 4460, www.pwc.co.uk

PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 8RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.

3 July 2019

Please note that the guidance on dividend prospects is indicative only. It should not be used as the sole or principal basis of any bad debt provision decision.



To all members and known creditors

3 July 2019

Our ref: 20190703/KJ/JC/Gemma/CVL1201cV2016

Dear Sirs

Gemma International Limited – in liquidation (“the Company”)

Company number: 01328428

Formerly trading from: Linmar House, 6 East Portway, Andover, Hampshire SP10 3LU

This is our report to members and all known creditors following the creditors’ decision by deemed consent on 11 June 2019 to consider nominations for the appointment of liquidators to the Company.

Copies of the directors’ report and a summary of the statement of affairs have already been circulated to all known creditors prior to the decision procedure. If for any reason you didn’t receive them, please let us know and we’ll arrange for further copies to be sent to you. We can also send you details of the Company’s creditors from the statement of affairs if you ask us to.

Documents available to view on our website

Please find enclosed a general website notice in relation to the Company. The purpose of this notice is to inform you that any future documents will be delivered via upload to the following website once they are ready for viewing – www.pwc.co.uk/gemma.

The following documents are now available to view on our website:

1. A copy of this letter
2. The formal notice of our appointment (form 600)
3. Statement of claim form

Resolutions passed by the Company’s members

The members of the company passed the following written resolutions on 11 June 2019:

1. THAT the Company be wound up voluntarily (by way of a creditors’ voluntary liquidation).
2. THAT Rachael Maria Wilkinson of PricewaterhouseCoopers LLP, 3 Forbury Place, 23 Forbury Road, Reading, RG1 3JH and Zelf Hussain of PricewaterhouseCoopers LLP, 7 More London, Riverside, London, SE1 2RT be appointed as the joint liquidators of the Company for the purposes of the winding-up of the Company.
3. THAT any act required or authorised (whether under any enactment or otherwise) to be done by the liquidators of the Company may be done by any one or more of the persons holding the office of liquidator from time to time (whether acting alone or jointly).

The first resolution was a special resolution and the second and third were ordinary resolutions.

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Creditors' decision procedure

A creditors' decision by deemed consent held to consider nominations for liquidator on 11 June 2019 confirmed our appointment and also agreed that anything to be done by the liquidators could be done by either or both of us.

I enclose a copy of form 600 sent to the Registrar of Companies as formal notice of our appointment in this matter.

Liquidation committee

To date, we haven't received any requests to form a liquidation committee.

Liquidators' remuneration

We have not yet fixed the basis of our fees. We will be seeking approval for the basis of our fees from the general body of creditors, in due course.

What we have to do as liquidators

We'll realise the Company's assets and deal with all creditors' claims. We'll investigate the Company's affairs before it entered liquidation as part of our duties and by law we must consider the directors' conduct and submit our findings to the Department for Business, Energy & Industrial Strategy. If you think there's something we should know about, please tell us as soon as possible.

Estimated dividend prospects

Preferential creditors (mainly employees)

We think we'll be able to pay preferential creditors in full based on what we know currently.

Unsecured creditors

The prescribed part is a fund that has to be made available for unsecured creditors. It's paid out of "net property". Net property is floating charge realisations after costs, and after paying - or setting aside enough to pay - preferential creditors in full. But it only has to be made available where the floating charge was created on or after 15 September 2003.

The amount of the prescribed part is:

- 50% of net property up to £10,000
- 20% of net property above £10,000
- Subject to a maximum of £600,000.

The prescribed part applies in this case as there is a floating charge created after 15 September 2003.

We think there'll be a dividend for unsecured creditors under the prescribed part, based on what we know currently, but it is too soon to quantify it at the moment. If we think the costs of agreeing claims and paying a prescribed part dividend will be disproportionate to the benefits, we can apply for a court order not to pay the prescribed part to unsecured creditors. At the moment, we don't plan to make such an application.



The amount of the dividend will depend on the final level of admitted claims, future realisations and liquidation costs.

Creditors can get VAT bad debt relief six months after their supply but they must have written the debt off. They can receive a dividend on the total amount of their claim, including VAT, but must account to HM Revenue and Customs for the VAT element of the payment. Your local VAT office can help you with this.

If you think you own or have a charge on any of the assets in the Company's possession, please contact my colleague James Crowther as soon as possible.

Creditors' rights

You have the right to opt out of receiving further documents relating to these proceedings. Please see the attached sheet "Information provided to creditors on opting-out in accordance with Rule 1.39" for full details.

Any formal opt out request should be sent to James Crowther at the address listed above or to the e-mail address: creditorsenquiries@uk.pwc.com. You can find information on liquidators' fees and your rights at:

<https://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2017/liquidations-creditor-fee-guide-6-april-2017.ashx?la=en>

Next steps

We will formally report to creditors on our progress within two months of the first anniversary of the liquidation, or sooner if matters are concluded before then.

If you're a creditor and haven't already done so, please complete and return the attached statement of claim form as soon as possible. If you've got any questions, please get in touch with my colleague, James Crowther, on 0113 289 4076.

Yours faithfully
For and on behalf of the Company

K.E. Herridge
Katharine Herridge
For Rachael Wilkinson
Joint Liquidator

Rachael Maria Wilkinson and Zelf Hussain have been appointed as Joint Liquidators of Gemma International Limited to manage its affairs, business and property as its agents without personal liability. They are licensed in the United Kingdom to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

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The Insolvency (England and Wales) Rules 2016 (“IR16”)

Information provided to creditors on opting out in accordance with Rule 1.39

As part of our first communication with you, we are required to inform you about your right to elect to opt out of receiving further documents relating to these proceedings as follows:

You have the right to elect to opt out of receiving further documents about these proceedings unless:

- (a) the Insolvency Act 1986 requires a document to be delivered to all creditors without expressly excluding opted-out creditors;
- (b) it is a notice relating to a change in the office-holder or the office-holder's contact details, or;
- (c) it is a notice of a dividend or proposed dividend or a notice which the court orders to be sent to all creditors or all creditors of a particular category to which the creditor belongs.

Any election to opt out will not affect a creditor's entitlement to receive dividends, should any be paid to creditors. Similarly, unless IR16 provide to the contrary, opting-out will not affect any right the creditor may have to vote in a decision procedure or participate in a deemed consent procedure in these proceedings, although the creditor will not receive notice of it.

If a creditor opts out, they will be treated as having opted out in respect of any consecutive insolvency proceedings of a different kind in respect of the same company.

A creditor can opt out at any time by delivering written notice to the office holder at the postal address noted in the covering correspondence or by e-mail to: creditorsenquiries@uk.pwc.com. The notice must be authenticated in accordance with rule 1.5 IR16 and dated by the creditor. A creditor will be treated as an opted-out creditor as soon as reasonably practicable after delivery of the creditor's election to opt out.

An election to opt out can be revoked at any time by delivering a further notice to the office-holder in writing, authenticated and dated by the creditor. A creditor ceases to be an opted-out creditor from the date the notice is received by the office holder.

Should you have any questions on this process, please use the contact details in the covering correspondence.

In accordance
with rule 1.50 of
the Insolvency
(England and
Wales) Rules
2016 (IR16)

Notice of general use of website to deliver documents

Name of company

Gemma International Limited

Company number

(a)
01328428

(a) If the
company is
incorporated
outside the UK or
is an unregistered
company comply
with
rule 1.6 IR16

We (b) Rachael Maria Wilkinson and Zelf Hussain the joint liquidators of the company give notice that future documents in the liquidation other than those set out in the Excluded Documents box below will be made available to creditors and members for viewing and downloading on a website without notice. We will not be obliged to deliver any such documents to the recipient of this notice unless requested to do so by that person.

Excluded Documents:

This notice does not apply to the following documents which we will send to you or notify you by way of a specific notice that it is available for viewing and downloading on a website:

- (i) a document for which personal delivery is required;
- (ii) a notice under rule 14.29 IR16 of intention to declare a dividend; and
- (iii) a document which is not delivered generally.

(b) Insert full
names of
officeholders

(c) Insert website
address

The website address is (c) www.pwc.co.uk/gemma

A password is not required to view and download the documents. Documents will be available on the website until at least two months after the end of the liquidation or the last person to hold office as the liquidator obtains their release.

(d) Insert
password as
required

You may at any time request a hard copy of any or all of the following:

- i) documents currently available for viewing on the website
 - ii) future documents which may be made available there
- by (e) - writing to the address below; or
- telephoning James Crowther on 0113 289 4076; or
 - emailing creditorenquiries@uk.pwc.com (*)

(e) Insert
postal
address,
telephone
number and
e-mail for
hard copy
requests

(*) When submitting a request by e-mail, please include in the email subject box the name of the insolvent company and, in the body of the e-mail, your/the creditor's name and postal address, if different from the address to which this notice was delivered. Please use the above email address to request hard copies only and not for general queries.

Dated 3 July 2019

PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL
Contact telephone number: 0113 289 4076

Rachael Maria Wilkinson and Zelf Hussain have been appointed as Joint Liquidators of Gemma International limited to manage its affairs, business and property as its agents without personal liability. They 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>.

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600

Notice of appointment of liquidator in a members' or creditors' voluntary winding up




Companies House

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

1	Company details	
Company number	0 1 3 2 8 4 2 8	→ Filling in this form Please complete in typescript or in bold black capitals.
Company name in full	Gemma International Limited	
2	Liquidator's name	
Full forename(s)	Rachael Maria	
Surname	Wilkinson	
3	Liquidator's address	
Building name/number	Pricewaterhouse Coopers LLP	
Street	3 Forbury Place	
	23 Forbury road	
Post town	Reading	
County/Region		
Postcode	R G 1 3 J H	
Country		
4	Liquidator's email address or telephone number ^①	
Email address	crowther.james@pwc.com	
Telephone number	0113 289 4076	
5	Insolvency practitioner number	
Number	1 6 2 3 4	


600


Notice of appointment of liquidator in a members' or creditors' voluntary winding up



6	Liquidator's name^①		① Other Liquidator's details Use this section to tell us about another liquidator.
Full forename(s)	Zelf		
Surname	Hussain		
7	Liquidator's address^②		② Other Liquidator's details Use this section to tell us about another liquidator. Use the continuation page to tell us about more than two liquidators.
Building name/number	7		
Street	More London		
	Riverside		
Post town	London		
County/Region			
Postcode	S E 1 2 R T		
Country			
8	Liquidator's email address or telephone number^③		③ You must give an email address or telephone number. All information on this form will appear on the public record.
Email address	crowther.james@pwc.com		
Telephone number	0113 289 4076		
9	Insolvency practitioner number		
Number	9 4 3 5		
10	Statement of appointment		
	I confirm the appointment of the liquidator(s) on		
Date	d 1 d 1 m 0 m 6 y 2 y 0 y 1 y 9		
11	Appointment details		
	The appointment was made by (Tick one) <input type="checkbox"/> Company <input checked="" type="checkbox"/> Creditors		
12	Type of liquidation		
	Tick to confirm the liquidation type <input type="checkbox"/> Members <input checked="" type="checkbox"/> Creditors		
13	Sign and date		
Liquidator's signature	Signature 		X
Signature date	d 1 d 1 m 0 m 6 y 2 y 0 y 1 y 9		


600

**Notice of appointment of liquidator in a members' or creditors'
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	James Crowther
Company name	Pricewaterhouse Coopers LLP
Address	Central Square
29 Wellington Street	
Post town	Leeds
County/Region	
Postcode	L S 1 4 D L
Country	
DX	
Telephone	0113 289 4076

	Checklist
We may return forms completed incorrectly or with information missing.	
Please make sure you have remembered the following:	
<input type="checkbox"/> The company name and number match the information held on the public Register.	
<input type="checkbox"/> You have signed and dated 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	

Gemma International Limited
Proof of debt

As directed by Article 42(1) of the EC Regulation on Insolvency Proceedings 2000 the following is brought to your attention:

Notice to creditor in EU Member State	Language
Invitation to lodge a claim. Time limits to be observed.	English
Invitación para realizar un reclamo. Se deberán respetar los plazos establecidos.	Spanish
Opfordring til anmeldelse af fordringer. Vær opmærksom på fristerne.	Danish
Aufforderung zur Anmeldung einer Forderung. Etwaige Fristen beachten.	German
Πρόσκληση για έγερση αξίωσης. Υποχρεωτική τήρηση προθεσμίας	Greek
Invitation à produire une créance. Délais à respecter.	French
Invito all'insinuazione di un credito. Termine da osservare.	Italian
Oproep tot indiening van schuldvorderingen. In acht te nemen termijnen.	Dutch
Aviso de Reclamação de Créditos. Prazos Legais a Observar.	Portuguese
Kehotus saatavan ilmoittamiseen. Noudatettavat määräajat.	Finnish
Anmodan att anmäla fordran. Tidsfrister att iakta.	Swedish
Pozvánka k uplatnění si nároku. Je nutno dodržet termíny.	Czech
Zaproszenie do wniesienia wniosku o odszkodowanie. Termin wniesienia wniosku jest obarczony obostrzeniami.	Polish
Felhívás követelés benyújtására. Vegye figyelembe az időkorlátokat.	Hungarian
Poziv k predložitvi zahtevka. Treba je upoštevati časovne omejitve.	Slovenian
Приглашение к подаче иска. Соблюдайте установленные сроки.	Russian
Pasiūlymas pateikti ieškinį. Paisyti laiko apribojimai.	Lithuanian
Stedina biex tagħmel talba. It-termini taż-żmien għandhom jiġu mħarsa.	Maltese
Palve nõude esitamiseks. Palun jälgige ajapiiranguid.	Estonian
Uzaicinājums prasības iesniegšanai. Prasības iesniegšanas laiks ir stingri ierobežots.	Latvian
Invitație pentru a depune o cerere. Luați în considerare data limită.	Romanian
Cuireadh éileamh a thaisceadh. Teorainn ama le comhlíonadh.	Irish
Покана за предявяване на иск. Трябва да се спази указания краен срок.	Bulgarian
Pozvánka na uplatnenie si nároku. Je nutné dodržat termíny.	Slovak

Gemma International Limited
Proof of debt

1) Name of creditor	
2) Address of creditor for correspondence	
3) Registered number (if creditor is a company)	
4) Total amount of your claim (including VAT) and outstanding uncapitalised interest at the date the administration commenced*	£
5) Total value (including VAT) of any monies owed by you to the company in administration	£
6) Total amount of any payments received by you in relation to the claim after the appointment of the administrators	£
7) If the amount in 4) includes outstanding uncapitalised interest, please state amount	£
8) Particulars of how and when the debt was incurred (please attach a continuation sheet if more space is needed)	
9) Particulars of any security held, the value of the security and the date it was given	
10) Particulars of any reservation of title claimed in respect of goods supplied to which the claim relates	
11) Details of any documents by reference to which the debt can be substantiated	
12) Particular matters relating to the company's purchase of goods and services from you or any other matters that you feel should be reviewed (please provide on a separate sheet if needed)	
Signature of creditor or person authorised to act on behalf of the creditor	
Name in block capitals	
Position with or relation to the creditor (e.g. director, company secretary, solicitor)	
Address of person signing (if different from 2 above)	
Date	

For office holder's use only

<i>If applicable</i> Admitted to vote for: £	<i>If applicable</i> Admitted for dividend for: £
Date	Date
Signed	Signed
Name	Name

* You must deduct any trade or other discounts which would have been available to the company but for its administration, except any discount for immediate, early or cash settlement.