

LIQ03

Notice of progress report in voluntary winding up



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

1 Company details

Company number	<input type="text"/>
Company name in full	<input type="text"/>

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

2 Liquidator's name

Full forename(s)	<input type="text"/>
Surname	<input type="text"/>

3 Liquidator's address

Building name/number	<input type="text"/>
Street	<input type="text"/>
Post town	<input type="text"/>
County/Region	<input type="text"/>
Postcode	<input type="text"/>
Country	<input type="text"/>

4 Liquidator's name ①

Full forename(s)	<input type="text"/>
Surname	<input type="text"/>

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

5 Liquidator's address ②

Building name/number	<input type="text"/>
Street	<input type="text"/>
Post town	<input type="text"/>
County/Region	<input type="text"/>
Postcode	<input type="text"/>
Country	<input type="text"/>

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

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6 Period of progress report

From date	d	d	m	m	y	y	y	y
To date	d	d	m	m	y	y	y	y

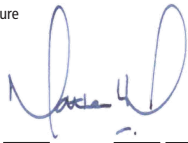
7 Progress report

The progress report is attached

8 Sign and date

Liquidator's signature

Signature

X 

X

Signature date

d	d	m	m	y	y	y	y
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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

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



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' combined final account from 1 February 2023 to 31 January 2024 and final account to closure

Future Lifestyles (A) Limited
Future Life Support Limited
Future Life Group Limited
Future Lifestyles Group Limited

27 March 2024

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Abbreviations and definitions

The following table shows the abbreviations and insolvency terms that may be used in this report:

Abbreviation or definition	Meaning
FL All	Future Life All Limited - in liquidation
FLS (A)	Future Lifestyles (A) Limited - in liquidation
FLSL	Future Life Support Limited - in liquidation
FLL	Future Life Limited - in liquidation
FLGL	Future Life Group Limited - in liquidation
FLSGL	Future Lifestyles Group Limited - in liquidation
Companies	FLS(A), FLSL, FLGL and FLSGL
Joint Liquidators, Liquidators, we, our	David Matthew Hammond and Edward Williams, both of PwC (from 4 January 2021) Michael Thomas Denny and David Matthew Hammond, both of PwC (to 4 January 2021)
GRWP	GRWP Gofal Cymru Care Homes South Limited - Dissolved
FLC5	Future Life Care Five Limited - formerly in Members' Voluntary Liquidation - now dissolved
Firm/PwC	PricewaterhouseCoopers LLP
IR16	Insolvency (England and Wales) Rules 2016
IA86	Insolvency Act 1986
CVL	Creditors' voluntary liquidation
HMRC	HM Revenue and Customs
NOID	Notice of Intended Dividend
SIP	Statement of Insolvency Practice. SIPs are issued to insolvency practitioners under procedures agreed between the insolvency regulatory authorities. SIPs set out principles and key compliance standards with which insolvency practitioners are required to comply.
SIP 2	Statement of Insolvency Practice 2: Investigations by office holders in administration and insolvent liquidations
SIP 9	Statement of Insolvency Practice 9: Remuneration of insolvency office holders
SIP 13	Statement of Insolvency Practice 13: Disposal of assets to connected parties in an insolvency process
Solicitors	Pinsent Masons LLP
SoA	Statement of Affairs
Prescribed part	The amount set aside for unsecured creditors from floating charge funds in accordance with Section 176A IA86 and the Insolvency Act 1986 (Prescribed Part) Order 2003
Secured creditors	Creditors with security in respect of their debt, in accordance with Section 248 IA86
Preferential creditors	Generally, claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances

This report has been prepared by David Matthew Hammond and Edward Williams as Joint Liquidators of the Companies, solely to comply with the Joint Liquidators' statutory duty to report to creditors under IR16 on the progress of the liquidation, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

This report has not been prepared in contemplation of it being used, and it is not suitable to be used, to inform any investment decision in relation to the debt of or any financial investment in the Companies.

Any estimated outcomes for creditors included in this report are illustrative only and cannot be relied upon as guidance as to the actual outcome for creditors. However, creditors should note that all funds have now been distributed to creditors and no further dividends are expected.

Any persons choosing to rely on this report for any purpose or in any context other than under IR16 do so at their own risk. To the fullest extent permitted by law, the Joint Liquidators do not assume any liability in respect of this report to any such person.

Please note you should read this report in conjunction with the Joint Liquidators' previous reports issued to the Companies creditors, which can be found at www.pwc.co.uk/futurelife. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.

David Matthew Hammond and Edward Williams have been appointed as Joint Liquidators of the Companies. Both 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 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 is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.

Key messages

Why we've sent you this report

We're writing to update you on the progress of the liquidations of the Companies in the 12 months since our last report dated 27 March 2023.

In addition, we would also inform you that the Companies' affairs are now fully wound up and this report provides our final account of the liquidations.

Creditors may wish to read this report in conjunction with our previous reports, which continues to be available to view on our website at www.pwc.co.uk/futurelife. Please get in touch with Sara Myers at sara.myers@pwc.com if you need the password to access these reports.

A separate annual report has been issued to the creditors of the two remaining group companies, FL All and FLL. A copy of the report relating specifically to FL All and FLL is available to view on our website at www.pwc.co.uk/futurelife.

How much creditors have received

The following table summarises the outcome for creditors.

Class of creditor	Secured creditors (p in £)	Preferential creditors (p in £)	Unsecured creditors (p in £)
FLS(A)			
Current estimate	N/A	N/A	Nil
Previous estimate	N/A	N/A	Nil
FLSL			
Current estimate	N/A	N/A	Nil
Previous estimate	N/A	N/A	Nil
FLGL			
Current estimate	N/A	N/A	Nil
Previous estimate	N/A	N/A	Nil
FLSGL			
Previous estimate	N/A	N/A	100p
Dividends paid	N/A	N/A	100p*

Unfortunately, insufficient funds were realised to allow a distribution to be made to any class of creditor in FLS(A), FLSL and FLSGL.

* As FLSGL had no known unsecured creditors, a NOID was advertised in the London Gazette (on 7 June 2023), with the last date for creditors to provide their claim set as 29 June 2023. On expiry of the NOID, no unsecured claims had been received, as such funds of c£535,461 were paid to FLSGL's sole shareholder, FL All.

There will not be any future dividends paid to any class of creditor as these liquidations have concluded.

What you need to do

This report is for your information and you don't need to do anything.

The enclosed Notice of Final Account gives details of creditors' rights in relation to requesting further information, challenging the Joint Liquidators' remuneration and expenses and objecting to the Joint Liquidators' release from liability.

More information in relation to creditors' rights can also be found in the guide below:

<https://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2021/liquidations-creditor-fee-guide-1-april-2021.ashx?la=en>

You can also get a copy free of charge by contacting Sara Myers on sara.myers@pwc.com.

What we've done during the liquidation

We summarise below the Companies background and reasons for their insolvency.

Background

The Companies were part of a group of companies ("the Group") which were set up and operated as care homes. The Group was purchased in 2014 out of the administration of European Care Group and continued to operate a string of care homes for the elderly and disabled, children and young adults.

FLGL was the ultimate holding company of the Group, with FL All being its main trading company.

The Group was funded by a combination of shareholder loans and bank borrowing. As at 30 June 2016, borrowings included shareholder loans of £98.1m and bank borrowings of £32.7m.

As a result of the Group not generating the anticipated returns to shareholders, the decision was made by the investor shareholders to exit the market and sell the Group. Following a number of business sales, the bank borrowings were repaid, however the shareholder loan notes remained outstanding.

In April 2017, PwC was engaged to assist with the wind down of the remaining Group structure, in total 51 entities remained. Emma Cray and David Matthew Hammond were subsequently appointed as solvent liquidators of a number of the entities. On 1 February 2018, Michael Thomas Denny and David Matthew Hammond were appointed as liquidators in respect of the insolvent companies within the Group.

Immediately on our appointment, we secured and took control of the Companies assets, which included an intercompany claim in FLL to FL All and the following in relation to FL All:

- Cash in bank £5,565,717;
- Deferred consideration; and
- Sundry debtors

Whilst there were no known assets to realise in the FLS(A), FLSL, FLGL and FLSGL liquidations, it was necessary to keep the liquidations open until such a time that we were able to conclude matters in the connected subsidiary companies that remained in Members' Voluntary Liquidation.

When we last reported, the main outstanding matters in the liquidations were as follows:

- Prepare and submit tax computations and subsequent clearance requests from HMRC;
- Preparing the Joint Liquidators' final accounts; and
- Preparing closure of the bank accounts.

We have successfully completed all matters in the liquidations of FLS(A), FLSL, FLGL and FLSGL and are working through the appropriate closure procedures.

The following is a very brief summary of how we've dealt with all matters in the liquidations, along with any other matters that arose. Later in this report, we focus specifically on what has been done since we previously reported to creditors.

Realisation of Assets- assets not specifically pledged

Other issues

Other matters we've dealt with during the liquidations include:

Approval of fees

We sought approval from the general body of creditors to fix our fees as set out in our remuneration report for each company dated 23 February 2018. Our fees were subsequently approved and you will note from our receipts and payments account at Appendix A that we have drawn £80,000 (plus VAT) across all four estates.

FLSGL- intercompany distribution

FLSGL received an intercompany distribution from FLC5 of c.£561k. As FLSGL had no known unsecured creditors, the receipt of these monies meant it became solvent and a payment was then made to its sole shareholder FL All, of c£535,461.

Tax- all companies

You'll be aware following our appointment as Joint Liquidators', we undertook an assessment of the value of the Companies asset realisations and our specialist tax team were instructed to review the tax position of each company, in order to mitigate any potential tax liabilities which would impact the eventual funds available to creditors. During the liquidation, our tax team continued to prepare and submit tax computations and tax clearance for all Companies in line with our statutory duties. Clearance has been obtained in respect of FLS(A), FL SL, FL GL and more recently FLSGL.

Change of Liquidators

Michael Thomas Denny, one of the previous Joint Liquidators, left the Firm. To make sure that outstanding issues in the liquidations continued to be pursued, an application was made to Court to remove him and appoint Edward Williams as Liquidator. Edward Williams is licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales.

The application was granted and so Edward Williams replaced Michael Thomas Denny as Liquidator with effect from 4 January 2021. Creditors had 28 days from our published advertisement noting the above change on 17 December 2020 to apply to Court to vary or discharge the Court order. No such application was made and so Michael Thomas Denny was released from all liability in respect of his conduct as liquidator with effect from 14 January 2021.

Outcome for creditors

Secured creditors

FLS(A), FLSL, FLGL and FLSGL had no secured creditors.

Preferential creditors

There were no known Preferential creditors in these liquidations.

Unsecured creditors

As previously advised, the prescribed part didn't apply because there were no floating charges registered against FLS(A), FLSL, FLGL or FLSGL.

FLSGL

As creditors will be aware, a NOID was advertised in the London Gazette (on 7 June 2023), with the last date for creditors to provide their claim set as 29 June 2023.

As FLSGL had no known unsecured creditors, a payment of £535,461 was made to its sole shareholder, FL All, during the reporting period.

FLS(A), FLSL and FLGL

No dividends were paid to unsecured creditors in relation to these three estates.

There will be no further distributions made in the liquidations.

Progress since we last reported

Realisation of assets

FLSGL

NOID

Since our last report, we advertised a NOID in the London Gazette (on 7 June 2023), with the last date for any potential creditors to provide their claim set as 29 June 2023.

Shareholder distribution

On expiry of the NOID, no unsecured creditors of FLSGL came to light. We therefore proceeded to make a payment of £535,461 to FL All which represented a shareholder distribution.

Tax

During the last reporting period, our tax team submitted a final return and requested tax clearance for FLSGL. We're pleased to confirm that tax clearance has now been obtained in respect FLSGL, and therefore is now held in respect of all four estates prior to closure, as tax clearance was previously received in April 2020 from HMRC with regard to FLS(A) and FL SL followed by clearance in November 2021 for FLGL.

Fees and expenses

We have drawn our final fees and closed the liquidators' bank accounts.

Other group matters

All outstanding matters in the connected subsidiary companies that remained in Members' Voluntary Liquidation have now been concluded. The liquidators of these companies are in the process of preparing and issuing their final reports. We are therefore able to proceed with the closure of the Companies, particularly FL SL as the parent company of the final subsidiary company that was in Members' Voluntary Liquidation.

Connected party transactions

In accordance with SIP 13, we are required to disclose any known connected party transactions that occurred in the period following our appointment, or any proposed connected party transactions.

As detailed above, during the reporting period FLSGL made a shareholder distribution to a connected group company, FL All.

Statutory and compliance

During the period covered by this report, we completed the following statutory and compliance matters in FLS(A), FL SL, FLGL and FLSGL:

- Filing of documents, updating checklists and diary management systems;
- Maintaining case strategy documents;
- Undertaken period case reviews to ensure compliance with our statutory requirements;
- Prepared and distributed our fifth progress report for the period 1 February 2022 to 31 January 2023;
- Prepared this combined annual and final report; and
- Liaised with our specialist tax team to ensure the tax position was in order (FLSGL).

Investigations and actions

Nothing has come to our attention during the period under review to suggest that we need to do any more work in line with our duties under the Company Directors' Disqualification Act 1986 and Statement of Insolvency Practice No.2 ("SIP 2").

Our final receipts and payments account

We set out in Appendix A an account of our receipts and payments in the liquidations from 1 Feb 2023 to 31 Jan 2024 as the reporting period end and from 1 Feb 2024 to closure as well as for the liquidations in total.

Our expenses

We set out in Appendix B statements of the expenses we've incurred in the liquidations and periods covered by this report.

Our fees

We set out in Appendix C an update on our remuneration which covers our fees, expenses and other related matters in these cases. .

Creditors' rights

Creditors have the right to ask for more information within 21 days of receiving this report as set out in Rule 18.9 IR16. Any request must be in writing. Creditors can also challenge our fees and expenses within eight weeks of receiving this report as set out in Rule 18.34 IR16. This information can also be found in the guide to fees at:

<https://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2021/liquidations-creditor-fee-guide-1-april-2021.ashx?la=en>

You can also get a copy free of charge by contacting Sara Myers at sara.myers@pwc.com

What we still need to do

The winding up of FLS(A), FLST, FLGL and FLSGL is now complete. Following the end of the period within which creditors may object to our release, we will send a copy of this final account to the Registrar of Companies with a statement of whether any creditors of the four estates objected. We will vacate office on sending the copy report and statement.

If you've got any questions, please get in touch with Sara Myers at sara.myers@pwc.com.

Yours faithfully



David Matthew Hammond
Joint liquidator

Appendices

Appendix A: Receipts and payments

FLS(A)				
Statement of Affairs (£)	1 February 2018 to 31 January 2023 (£)	1 February 2023 to 31 January 2024 (£)	1 February 2024 to 21 March 2024 (£)	Total (£)
Receipts				
Contribution to costs	3,600.00	21,600.00	-	25,200.00
Total receipts	3,600.00	21,600.00	-	25,200.00
Payments				
Liquidators' fixed fee for preparation of SofA	(3,000.00)	-	-	(3,000.00)
Liquidators' remuneration on a fixed fee basis	-	(18,000.00)	-	(18,000.00)
Irrecoverable VAT	(600.00)	(3,600.00)	-	(4,200.00)
Total payments	(3,600.00)	(21,600.00)	-	(25,200.00)
Cash held in a non interest bearing Bank Account	-	-	-	-

FLSL				
Statement of Affairs (£)	1 February 2018 to 31 January 2023 (£)	1 February 2023 to 31 January 2024 (£)	1 February 2024 to 21 March 2024 (£)	Total (£)
Receipts				
Contribution to costs	3,600.00	21,600.00	-	25,200.00
Total receipts	3,600.00	21,600.00	-	25,200.00
Payments				
Liquidators' fixed fee for preparation of SofA	(3,000.00)	-	-	(3,000.00)
Liquidators' remuneration on a fixed fee basis	-	(18,000.00)	-	(18,000.00)
Irrecoverable VAT	(600.00)	(3,600.00)	-	(4,200.00)
Total payments	(3,600.00)	(21,600.00)	-	(25,200.00)
Cash held in a non interest bearing Bank Account	-	-	-	-

FLGL				
Statement of Affairs (£)	1 February 2018 to 31 January 2023 (£)	1 February 2023 to 31 January 2024 (£)	1 February 2024 to 21 March 2024 (£)	Total (£)
Receipts				
Contribution to costs	3,600.00	14,400.00	-	18,000.00
Total receipts	3,600.00	14,400.00	-	18,000.00
Payments				
Liquidators' fixed fee for preparation of SofA	(3,000.00)	-	-	(3,000.00)
Liquidators' remuneration on a fixed fee basis	-	(12,000.00)	-	(12,000.00)
Irrecoverable VAT	(600.00)	(2,400.00)	-	(3,000.00)
Total payments	(3,600.00)	(14,400.00)	-	(18,000.00)
Cash held in a non interest bearing Bank Account	-	-	-	-

FLSGL					
Statement of Affairs (£)	Notes	1 February 2018 to 31 January 2023 (£)	1 February 2023 to 31 January 2024 (£)	1 February 2024 to 21 March 2024 (£)	Total (£)
Receipts					
Contribution to costs		3,600.00	-	-	3,600.00
Inter-Company dividend		560,887.00	-	-	560,887.00
Total receipts		564,487.00	-	-	564,487.00
Payments					
Liquidators' fixed fee for preparation of SofA		(3,000.00)	-	-	(3,000.00)
Liquidators' remuneration on a fixed fee basis		-	(20,000.00)	-	(20,000.00)
Liquidators' expenses		-	(1,092.66)	-	(1,092.66)
Statutory advertising		-	(95.00)	-	(95.00)
Irrecoverable VAT		(600.00)	(4,237.53)	-	(4,237.53)
Total payments		(3,600.00)	(25,425.19)	-	(29,025.19)
Distributions					
Shareholder distribution to FL All		-	(535,461.81)	-	(535,461.81)
Cash held in a non interest bearing Bank Account		560,887.00	(560,887.00)	-	-

Notes to the R&Ps

1. All funds are stated net of VAT and VAT has been treated as irrecoverable.
2. As explained further in Appendix C, our fees are based on a fixed fee. The receipts and payments accounts show the amount paid to date and on closure of the estates.
3. FLSGL received an intercompany distribution from FLC5 of c.£560k.
4. A shareholder distribution was paid from FLSGL to FL All in July 23.
5. All accounts were taken off interest bearing accounts, in anticipation for closure.
6. The receipts and payments accounts show the amounts paid in the period and the total to date. There have been no payments made to us, our firm, or our associates other than from the insolvent estate as shown in the receipts and payments accounts provided above.

Appendix B: Expenses

Expenses are amounts properly payable by us as liquidators from the estate, but excludes our fees and distributions to creditors. These include disbursements which are expenses met by and reimbursed to an office holder in connection with an insolvency appointment.

Expenses fall into two categories:

Expense	SIP9 definition
Category 1	Payments to persons providing the service to which the expense relates who are not an associate of the office holder.
Category 2	Payments to our firm or our associates or which have an element of shared costs (for example, photocopying and mileage disbursements, or costs shared between different insolvent estates).

We don't need approval from creditors to draw Category 1 expenses as these have all been provided by third parties but we do need approval to draw Category 2 expenses. The body of creditors who approve our fees (in this case the general body of creditors) also has the responsibility for agreeing the basis for payment of Category 2 expenses.

The rate for services provided by the Liquidators' own firm (Category 2 expenses) may periodically rise (for example to cover annual inflationary cost increases) over the period of the liquidation. All other disbursements to be charged at cost.

The following table provides a breakdown of the Category 2 expenses incurred in the period, together with details of the Category 1 expenses that have been incurred as disbursements by PwC and will be recharged to the case.

No disbursements have been incurred during the period of this report.

FLS(A) Category	Cost incurred by	Policy:	Costs incurred (£)
Incurring in period 1 Feb 23 to 31 Jan 24	-	-	-
Incurring in period 1 Feb 24 to closure	-	-	-
Brought forward as at 31 Jan 23			785.28
Total			785.28

FLSL Category	Cost incurred by	Policy:	Costs incurred (£)
Incurring in period 1 Feb 23 to 31 Jan 24	-	-	-
Incurring in period 1 Feb 24 to closure	-	-	-
Brought forward as at 31 Jan 23			785.19
Total			785.19

FLGL Category	Cost incurred by Policy:		Costs incurred (£)
Incurring in period 1 Feb 23 to 31 Jan 24	-	-	-
Incurring in period 1 Feb 24 to closure	-	-	-
Brought forward as at 31 Jan 23			278.13
Total			278.13

FLSGL Category	Cost incurred by Policy:		Costs incurred (£)
Incurring in period 1 Feb 23 to 31 Jan 24 Category 1	PwC	Analyse - all other disbursements reimbursed at cost: - Printing, at 5 pence per sheet copied, only charged for circulars to creditors and other bulk copying	0.43
Incurring in period 1 Feb 24 to closure	-	-	-
Brought forward as at 31 Jan 23			1,092.23
Total			1,092.66

The expense policy set out above has been approved by the general body of creditors.

The tables below provide details of the expenses incurred in the liquidations and should be read in conjunction with each receipts and payments account at Appendix A, which shows expenses actually paid during the period and the total paid to date.

FLS(A)

	Brought forward from preceding period £	Incurring in the period under review 1 Feb 23 to 31 Jan 24 £	Incurring in the period under review 1 Feb 24 to closure £	Cumulative £	Estimated future £	Anticipated total £	Initial estimate £	Variance £
Pre-appointment fees	3,000	-	-	3,000	-	3,000	3,000	-
Liquidators' fees	18,000	-	-	18,000	-	18,000	18,000	-
Liquidators' disbursements (note 1)	785	-	-	785	-	785	175	(610)
Total	21,785	-	-	21,785	0	21,785	21,175	(610)

FLSL

	Brought forward from preceding period £	Incurring in the period under review 1 Feb 23 to 31 Jan 24 £	Incurring in the period under review 1 Feb 24 to closure £	Cumulative £	Estimated future £	Anticipated total £	Initial estimate £	Variance £
Pre-appointment fees	3,000	-	-	3,000	-	3,000	3,000	-
Liquidators' fees*	18,000	-	-	18,000	-	18,000	18,000	-
Liquidators' disbursements	785	-	-	785	-	785	175	(610)
Total	21,785	-	-	21,785	0	21,785	21,175	(610)

FLGL

	Brought forward from preceding period £	Incurred in the period under review 1 Feb 23 to 31 Jan 24 £	Incurred in the period under review 1 Feb 24 to closure £	Cumulative £	Estimated future £	Anticipated total £	Initial estimate £	Variance £
Pre-appointment fees	3,000	-	-	3,000	-	3,000	3,000	-
Liquidators' fees (note 2)	12,000	-	-	12,000	-	12,000	12,000	-
Liquidators' disbursements (note 1)	278	-	-	278	-	278	175	(103)
Total	15,278	-	-	15,278	-	15,278	15,175	(103)

FLSGL

	Brought forward from preceding period £	Incurred in the period under review 1 Feb 23 to 31 Jan 24 £	Incurred in the period under review 1 Feb 24 to closure £	Cumulative £	Estimated future £	Anticipated total £	Initial estimate £	Variance £
Pre-appointment fees	3,000	-	-	3,000	-	3,000	3,000	-
Liquidators' fees (note 2)	20,000	-	-	20,000	-	20,000	20,000	-
Liquidators' disbursements (note 1)	1,092	0.43	1,093	1,093	-	1,093	175	(918)
Total	24,092	0.43	1,093	24,093	-	24,093	23,175	(918)

Notes

1. Following a review we noted that in our last report we overstated the Liquidators' disbursements and have therefore corrected the opening balances.
2. Liquidators' fees figures brought forward for FLGL and FLSGL in our last report were misquoted. These figures have now been updated.
3. Liquidators' fees were approved on a fixed fee basis as detailed in Appendix C.
4. The Liquidators' disbursements incurred in FLA(A), FLSL and FLGL will not be drawn and will be written off.

Appendix C: Remuneration update

FLS(A), FLSL, FLGL, FLSGL

Our fees in respect of the above Companies were approved on a fixed fee basis as set out in our remuneration report for each company. A summary of the approved fixed fees is shown below.

Company	Fees approved (£)	“Additional fees” for preparing SoA & assisting with procedure to seek decision from creditors on nomination of liquidator (£)
FLS(A)	18,000	3,000
FLSL	18,000	3,000
FLGL	12,000	3,000
FLSGL	20,000	3,000

We have drawn total fees of £80,000 (net) in line with approval given as detailed above, and as shown on the enclosed receipts and payments accounts.

We set out later in this Appendix details of our work to date, anticipated future work, expenses, subcontracted work and payments to associates.

Payments to associates

No payments have been made to associates or any party who could reasonably be perceived as an associate during the period of this report. Relevant parties have been chosen due to their specific area of expertise or technical knowledge and payments to those parties based on standard commercial terms.

Our work in the period since our last report

Earlier in this section we have included an analysis of the time spent by the various grades of staff.

Whilst this is not an exhaustive list, in the following table we provide more detail on the key areas of work. Please note that, unless stated otherwise, the below table applies to FLS(A), FLSL, FLGL and FLSGL

Company/ Companies	Area of work	Work undertaken	Why the work was necessary	What, if any, financial benefit the work provided to creditors or whether it was required by statute
All companies	Strategy and planning	<ul style="list-style-type: none"> Monitoring and internal reporting of costs Team strategy and progress meetings; and Six monthly manager and appointee review summaries 	<ul style="list-style-type: none"> To ensures proper stewardship of the case 	<ul style="list-style-type: none"> Statutory duties and functions of the liquidators

FLSGL	Accounting and treasury	<ul style="list-style-type: none"> • Dealing with receipts, payments and journals; • Verifying payee bank details; • Processing shareholder distributions; and • Carrying out bank reconciliations and managing investment of funds. 	<ul style="list-style-type: none"> • Ensures proper management of funds held 	<ul style="list-style-type: none"> • To comply with statutory accounting obligations to safeguard funds
FLSGL	Creditors	<ul style="list-style-type: none"> • Payment of shareholder distribution to FL All 	<ul style="list-style-type: none"> • Return of funds to shareholder 	<ul style="list-style-type: none"> • Statutory duties and functions of the liquidators
All companies	Statutory and compliance	<ul style="list-style-type: none"> • Preparing the combined progress and closure report to creditors and the Registrar; • Filing of documents; and • Updating checklists and diary management systems. 	<ul style="list-style-type: none"> • Comply with statutory obligations 	<ul style="list-style-type: none"> • Required by statute
All companies	Closure	<ul style="list-style-type: none"> • Preparing for the closure of the liquidation; • Dealing with records in storage; and • Preparing the liquidators' annual and final report, and delivering to creditors and members. 	<ul style="list-style-type: none"> • To allow for the efficient closure of the case 	<ul style="list-style-type: none"> • Statutory duties and functions of the liquidators
FLSGL	Tax and VAT	<ul style="list-style-type: none"> • Seeking tax clearance from HMRC prior to closure • Liaising with HMRC specifically for tax clearance. 	<ul style="list-style-type: none"> • To ensure proper stewardship of the case 	<ul style="list-style-type: none"> • Statutory duties and functions of the liquidators

Our previous work

Below are details of work carried out by the Joint Liquidators in previous periods

Company/ Companies	Area of work	Work undertaken	Why the work was necessary	What, if any, financial benefit the work provided to creditors or whether it was required by statute
All companies	Administration: - Strategy and planning	<ul style="list-style-type: none"> Monitoring and internal reporting of costs Team strategy and progress meetings Six monthly manager and appointee review summaries 	<ul style="list-style-type: none"> Ensures orderly and efficient case management Comply with statutory obligations 	<ul style="list-style-type: none"> Required by statute or regulation and ensures good stewardship of estate funds
FLSGL	- Accounting and treasury	<ul style="list-style-type: none"> Setting up bank account for FLSGL Dealing with receipts, payments and journals Bank account closure Carrying out bank reconciliations and managing investment of funds 	<ul style="list-style-type: none"> Secure stewardship of funds 	
FLSGL	Assets	<ul style="list-style-type: none"> Receiving a capital distribution from Future Life Care Five Limited - formerly in liquidation - now dissolved. 	<ul style="list-style-type: none"> To maximise recoveries for the liquidations 	<ul style="list-style-type: none"> Maximises returns to creditor
All companies	Statutory and compliance	<ul style="list-style-type: none"> Preparing and issuing the annual progress report to creditors and the Registrar Updating checklists and internal diary management system Filing of documents Maintenance of case records 	<ul style="list-style-type: none"> Comply with Statutory requirement 	<ul style="list-style-type: none"> Required by statute
FLSGL	Tax and VAT	<ul style="list-style-type: none"> Preparation and submission of tax computations and returns for post appointment period Seeking tax clearance from HMRC in order to arrange payment of shareholder distribution to FL All 	<ul style="list-style-type: none"> To ensure compliance with statutory tax & VAT obligations to HMRC 	<ul style="list-style-type: none"> Submission of tax returns are statutory duties

Our future work

We still need to do the following work in the liquidation.

Company/ Companies	Area of work	Work undertaken	Whether or not the work will provide a financial benefit to creditors
All companies	Closure	<ul style="list-style-type: none">• Allowing eight weeks for creditors to object to the Joint Liquidators' release;• Monitoring correspondence for any objections;• Preparing closure documents and filing the notice of move to dissolution with the Registrar• Closing internal systems and databases	<ul style="list-style-type: none">• To comply with statutory obligation
All companies	Statutory and compliance	<ul style="list-style-type: none">• Issuing final closure report• File appropriate notices at Companies House• Filing and archive of all case documentation• Complete statutory tasks to close the liquidations and systems	<ul style="list-style-type: none">• To comply with statutory obligation

Our relationships

We have no business or personal relationships with the parties who approve our fees or who provide services to the liquidations where the relationship could give rise to a conflict of interest.

Details of subcontracted work

We have not subcontracted any work during the period covered by this report.

Appendix D: Other information

Company's registered name:

FLS (A)	Future Lifestyles (A) Limited
FLSL	Future Life Support Limited
FLGL	Future Life Group Limited
FLSGL	Future Lifestyles Group Limited

Trading name:

FLS (A)	Embrace Lifestyles (A) Limited
FLSL	Embrace Life Support Limited
FLGL	Embrace Life Group Limited
FLSGL	Embrace Lifestyles Group Limited

Registered number:

FLS (A)	04954960
FLSL	08991217
FLGL	08948604
FLSGL	04870157

Registered address:	8th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL
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Date of the Joint Liquidators appointment:	1 February 2018
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Joint Liquidators names, addresses and contact details:	David Matthew Hammond and Edward Williams of PricewaterhouseCoopers LLP, One Chamberlain Square, Birmingham, B3 3AX
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Contact details:

Sara Myers
Central Square, 29 Wellington Street, Leeds, LS1 4DL
Telephone: 0113 289 4000
Email: sara.myers@pwc.com

Appendix E: Notice of Liquidators' final account before dissolution

In accordance with rule 6.28 of the Insolvency (England and Wales) Rules 2016

Notice of liquidators' final account before dissolution

(a) If the company is incorporated outside the UK or is an unregistered company comply with IR16 r1.6

Name of Company Future Life Group Limited

Company Number (a) 08948604

(b) Insert full names of liquidators

We (b) David Matthew Hammond and Edward Williams

, the Joint Liquidators of the company, give notice to creditors and members that:

- the company's affairs are fully wound up;
- the creditors have the right to request information from the liquidator under rule 18.9 of the Insolvency (England and Wales) Rules 2016 (IR16) (c);
- the creditors have the right to challenge the liquidator's remuneration and expenses under rule 18.34 IR16 (c);
- a creditor may object to the release of the liquidator by giving notice in writing to the liquidator before the end of the prescribed period;
- the prescribed period is the period ending at the later of—
 - eight weeks after delivery of the notice, or
 - if any request for information under rule 18.9 IR16 or any application to court under that rule or rule 18.34 IR16 is made when that request or application is finally determined;
- the liquidator will vacate office under section 171 of the Insolvency Act 1986 (IA86) on delivering to the registrar of companies the final account and notice saying whether any creditor has objected to release; and
- the liquidator will be released under section 173 IA86 at the same time as vacating office unless any of the company's creditors objected to the liquidator's release.

(c) Details of these rights can be found overleaf

(d) insert a postal address for the office-holder and either an e-mail, or telephone number, through which the office holder may be contacted

The Joint liquidators contact details are:

Postal address: 8th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL

Email address: sara.myers@pwc.com

Telephone number: 0113 289 4000

Creditors' right to request information under rule 18.9 IR16

The following may make a written request to the liquidator(s) for further information about remuneration or expenses set out in a final account—

- (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); or
- (c) any unsecured creditor with the permission of the court.

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 account by the person, or by the last of them in the case of an application by more than one member or creditor.

The liquidator(s), 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.

The liquidator(s) 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 liquidator is subject to an obligation of confidentiality in relation to the information.

A liquidator 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.

A creditor 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 liquidator giving reasons for not providing all of the information requested; or
- (b) the expiry of the 14 days within which an liquidator must respond to a request.

The court may make such order as it thinks just.

Creditors' right to challenge the liquidator's remuneration and expenses under rule 18.34 IR16

An application to court may be made in a winding-up on the grounds that—

- (a) the remuneration charged by the liquidator(s) is in all the circumstances excessive;
- (b) the basis fixed for the liquidators' remuneration under rules 18.16 and 18.20 IR16 is inappropriate; or
- (c) the expenses incurred by the liquidator(s) are in all the circumstances excessive.

Such an application for one or more of the orders set out in rule 18.36 or 18.37 IR16 may be made by—

- (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.

The application by a creditor must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question.