

**ABERDEEN HOUSE CARE LIMITED - ("THE COMPANY")  
IN CREDITORS' VOLUNTARY LIQUIDATION**

**Company Registration Number: 07658860**

**MINUTE OF DECISIONS OF CREDITORS AT VIRTUAL MEETING  
DECISION DATE: 17 January 2024**

Minutes of Virtual Meeting of creditors of the Company held for the purpose as set out in section 100 of the Insolvency Act 1986

Held on Wednesday, 17 January 2024 at 10:30

**Present:** Rakesh Kotecha – Chair  
Member/Director

Creditors were represented in person and by proxy as detailed on the attached attendance register and proxy schedule.

**In attendance:** Laura Stewart of Business Helpline Group Limited  
Gareth Wilcox of Opus Restructuring LLP  
Nicole Sharples of Business Helpline Group Limited  
Kerry Marsh of Business Helpline Group Limited

**Opening of meeting**

Gareth Wilcox opened the meeting and introduced the Chair of the meeting.

Gareth Wilcox notified attendees that: the virtual meeting will be recorded in order to establish and maintain records of the existence of relevant facts or decisions that are taken at the meeting. By attending this meeting, you consent to being recorded, including recordings of your facial image. Where any recording of the meeting also entails the processing of personal data, such personal data shall be treated in accordance with the Data Protection Act 2018.

The meeting was advised that at a meeting of the Company's shareholders held on Wednesday 17 January 2024, at 10:00am the following resolutions were passed:-

"That the Company be wound up voluntarily" and

"That Laura Stewart, of Business Helpline Group Limited, Office 007, Northlight Parade, Nelson, BB9 5EG and Gareth Wilcox of Opus Restructuring LLP, Cornwall Buildings, 45 Newhall Street, Birmingham B3 3QR be appointed as Joint Liquidators of the Company."

The meeting was advised that since the meeting of shareholders Laura Stewart and Gareth Wilcox had not exercised any powers as Liquidators under section 166 of the Insolvency Act 1986.

Mr Wilcox confirmed that, acting on behalf of the Chair, Business Helpline Group had taken steps to verify the identity of the participants at the meeting to ascertain whether they were entitled to participate. Mr Wilcox confirmed that all proposed participants were either Creditors or proxy-holders acting on behalf of Creditors.

The Creditors were advised that prior to being asked to convene this Meeting of Creditors, neither Laura Stewart or Gareth Wilcox nor any Partner, Director or Employee of Business Helpline Group or Opus Restructuring LLP had any connection with Aberdeen House Care Limited or its Directors or Members that would lead to a conflict of interest.

### **Explanatory Information**

Questions were invited in respect of the SOA and report to creditors which had been circulated to creditors prior to the virtual meeting.

There were no questions.

The Creditors were further informed that as part of the Liquidator's statutory duties it is their responsibility to report on the conduct of the Directors of the Company, and to consider any areas requiring investigation with a view to making asset recoveries. The Creditors were invited to bring to the Liquidator's attention any such matters or information.

No issues were raised.

### **Disclosure of Connected Party Transactions and Material Transactions**

The Directors confirmed that no transactions, other than in the ordinary course of business, have taken place between the Company (including any subsidiary or other company it had an interest in) and its directors (and connected parties including associates as defined in s435 IA 1986) during the period of one year prior to the liquidation.

The Directors also confirmed that no material transactions had occurred since the SOA had been circulated to creditors.

### **Proposed Sale of Assets to Connected Parties**

It was confirmed that there was no proposed sale of assets to connected parties.

### **Pre-appointment fees and costs**

The meeting was informed that prior to the passing of the winding up resolution, the Company had paid Business Helpline Group and Opus Restructuring LLP's fees and expenses

of £7,000.00 plus VAT for assisting in the preparation of the Statement of Affairs and convening the meeting of creditors.

Creditors were informed that the Liquidator is entitled to pay expenses of the liquidation as soon as there are funds available in the liquidation. However, certain expenses, known as Category 2 expenses, must be approved by the Creditors before being paid. The meeting was reminded that when the Meeting of Creditors was convened, they were directed to the practice remuneration policy of Business Helpline Group which included details of the category 2 expenses that Business Helpline Group seeks to recover.

### **Formal business**

The attached proxy schedule details the resolutions and how each creditor voted and is evidence of the outcome of the following resolutions:

1. The appointment of Joint Liquidators of the Company.
2. In the event that Joint Liquidators are appointed, a resolution that they can act either jointly or separately.
3. That a Liquidation Committee be established.
4. That the fees and expenses of both Business Helpline Group Limited and Opus Restructuring LLP in respect of assisting the Board of Directors in preparing a Statement of Affairs and convening the virtual meeting amounting to £7,000.00 plus expenses plus VAT be paid from realisations as an expense of the liquidation.
5. That the Liquidator be authorised to pay Clumber Consultancy Limited £2,800.80 plus VAT from realisations in respect of assisting the Board of Directors and Joint Liquidators with Pension and ERA Services.
6. That the Liquidator's fees will be charged by reference to the time properly spent by them and their staff in dealing with the matters relating to the Liquidation, such time to be charged at the hourly charge out rate of the grade of staff undertaking the work at the time the work is undertaken and subject to the fees estimate set out in the report prepared in connection with fee approval and issued with the notice of the meeting.
7. That the Liquidator be authorised to recover category 2 expenses as set out in the practice fee recovery policy.
8. That the Liquidator be permitted to destroy the Company's books and records six months after the dissolution date.

Creditors were invited to propose further resolutions, but none were put forward.

All resolutions were approved with the exception of resolution 3.

### **Excluded Creditors**

Before the virtual meeting started the creditors as detailed on the attendance register attached had indicated that they would be attending the virtual meeting. The attendance register also details those creditors who did not join the meeting and were excluded from the outset and those creditors who became excluded during the course of the virtual meeting.

The Chair chose to continue with the meeting and the meeting is valid unless a complaint is lodged or the court directs otherwise.

There being no further business the meeting was closed at 10:42am

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**RAKESH KOTECHA**

Chair