**NOTICE OF DECISION(S) BEING SOUGHT AT A VIRTUAL MEETING  
(A DECISION PROCEDURE)**

Pursuant to S246ZE of the Insolvency Act 1986 and Rules 15.8 and 15.5 of Part 15 of the Insolvency (England and Wales) Rules 2016 (**the Rules**).

**[COMPANY NAME] LIMITED (**the **Company) - In Creditors’ Voluntary Liquidation**

**Registered Number - [Insert registered number]**

**THE PROPOSED DECISION(S)**

The following decisions are proposed by the Liquidator (**the Convener**) as decisions to be made by the Company’s creditors at a Virtual Meeting is to be held at [Time] on [Date = the Decision Date] (the **Decision Date**).

*[include or delete decisions as appropriate]*

1. *That the unpaid pre-appointment costs of [IP Firm Name & Address] as detailed below be approved for payment.*
2. *That the basis of the Liquidator’s remuneration be fixed [insert either - as time costs OR as a percentage of the value of the company's assets OR as a set amount OR insert details of the combination of bases] as detailed in the fees estimate/information provided to creditors with this Notice.*
3. *That the Liquidator be authorised to draw Category 2 expenses in accordance with his firm’s published tariff, provided to creditors with this Notice.*
4. *Whether a liquidation committee should be established if sufficient creditors are willing to be members of a committee and if so, who the creditors’ wish to nominate for membership of the committee.*

**Access details**

*[Outline the access details for the Virtual Meeting – R15.5 requires that the virtual meeting notice to contain any telephone number, access code or password required to access that meeting. Dear IP76 has indicated that the Insolvency Service considers it acceptable to issue a contact number or email address for creditors to contact to obtain such details. This latter approach may be favourable in terms of understanding which creditors are likely to be attending from their contact with the IP’s office to obtain access details. Consider maintaining an ‘attendance register’ of likely attendees from such contact but update as necessary, following receipt of a valid proxy form and POD*

*If there will be a cost implication to creditors for dialling into the virtual meeting, ensure information about this is provided]*

The Virtual Meeting may be suspended or adjourned by the chair of the meeting (and must be adjourned if it is so resolved at the meeting).

*[If the meeting will be recorded add the following, otherwise delete it]*

Please note that all Virtual Meetings of creditors will be recorded (video and/or audio) in order to establish and maintain records of the existence of relevant facts, or decisions that are taken at such meetings. By attending a meeting, you consent to being recorded, including possible recordings of your facial image. Where any recording of a meeting also entails the processing of personal data, such personal data shall be treated in accordance with data protection legislation.

**Entitlement to vote**

In order to be entitled to vote at the meeting (either in person or by proxy), creditors must have submitted a proof in respect of their claim to the Convener via the contact details below, by no later than 4pm on [Insert the date of the business day immediately before the meeting date], unless a proof has already been submitted in the liquidation.

Any creditor entitled to attend and vote at the meeting is entitled to do so either in person or by proxy and a form of proxy is enclosed with the letter accompanying this notice. If you cannot attend and wish to be represented at the meeting, a completed proxy form must be delivered to the Convener via the contact details below, prior to the meeting.

**Creditors’ committee – nominations**

Any nominations for membership of the committee will only be accepted if the Convener is satisfied as to the nominee’s eligibility to be a member of such committee under Rule 17.4 of the Rules. Please note that nominations for membership can also be made on the proxy form accompanying this notice.

Under Rule 17.4, a creditor is eligible to be a member of such a committee if the creditor has proved for a debt, the debt is not fully secured and the proof has not been wholly disallowed for voting purposes or wholly rejected for the purpose of distribution or dividend. Please note that a person cannot be a member as both a creditor and a contributory and whilst a body corporate may be a member of a creditors’ committee, it can only act through a representative appointed under Rule 17.17.

**Complaint in relation to conduct of the meeting**

Any person who claims to be an excluded person or attends the meeting and claims to have been adversely affected by the actual, apparent or claimed exclusion of another person, may make a complaint in accordance with Rule 15.38 of the Insolvency Rules. Such a complaint must be made by no later than 4pm on the business day following the meeting, or where the complainant has sought an indication under Rule 15.37, by no later than 4pm on the business day following the complainant receiving the indication.

**Appeal of Convener’s decision**

Pursuant to Rule 15.35 of the Rules, any creditor may apply to the court to appeal a decision of the Convener. However, an appeal must be made within 21 days of the Decision Date.

**Pre-appointment costs**

The services provided by [IP firm] were requested by the directors and given for the benefit of creditors of the Company. The Insolvency Rules provide that any reasonable and necessary expenses associated with these services may be paid out of the Company’s assets after the commencement of the liquidation as an expense of it. If approval for the costs as an expense of the liquidation is sought, this must be from any liquidation committee (if appointed) or if no committee, from creditors.

The following pre-appointments costs were approved by the directors on behalf of the Company and a decision is now being sought to approve these as an expense of the liquidation.

1. £[amount] plus VAT and necessary expenses, in respect of assistance rendered by [IP firm] in connection with the preparation of the statement of affairs. *[If applicable continue with the following sentence, otherwise delete it]* In addition, the Company’s accountants, [Name], be paid £[amount] plus VAT for assistance provided with the preparation of the statement of affairs.
2. £[amount] plus VAT and necessary expenses, in respect of assistance given by [IP firm] to the directors to deal with the work required to seek a decision of the Company’s creditors over the nomination of a liquidator.

*[Nb, Where unpaid pre-appointment fee approval is being sought to be paid as an expense of the estate, IPs are required to explain to creditors why the proposed set fee is expected to represent a fair and reasonable reflection of the work the IP firm has had to undertake (SIP9 requirement). The statements below are examples of what might be disclosed but should be edited as necessary for the circumstances of each case. If the fee being proposed is more than the firm’s usual costs (due to the extent of the work required on a particular case), the explanation should be tailored to explain what that work was and why it was necessary in support of the request for approval. Including the same generic explanation regardless of the level of fee may attract regulatory criticism. If more detailed work was carried out by the 3rd party accountant for example, you should also ensure the explanation covers the work they have done in more detail and why this was deemed necessary.]*

The above costs in assisting the director(s) to prepare a statement of affairs for the Company include reviewing the Company’s accounting records, liaising with agents where necessary to establish values for any assets owned by the Company and liaising with the Company’s accountants, bankers, director(s) and staff as necessary to enable this document to be prepared and verified ahead of the Decision Date. This may have included instructing the Company’s accountants to assist in this process, in which case, their costs will also be reflected above.

The costs associated with seeking a decision from the Company’s creditors on the nomination of a liquidator, include making available information on the financial affairs of the Company in order that creditors can make an informed decision. The decision-making process involved liaising with the director(s) to understand the Company’s relevant trading activity and financial history in the period leading up to liquidation and reviewing and extracting company/accounting information in order to prepare the necessary paperwork and circulating creditors with the decision-related documentation on behalf of the director(s).

We consider that the set fees agreed with the director(s) and proposed for approval by creditors as an expense of the liquidation represent a fair and reasonable reflection of the above work this firm has carried out to assist the director(s) to place the Company into liquidation.

**Creditors with a small debt**

Any creditor whose debt is treated as a small debt (less than £1,000 inclusive of VAT) must still deliver a proof of debt in respect of their claim with their Voting Form if they wish to vote on the Proposed Decisions.

**Creditors who have opted out of receiving notices**

Any creditor who has opted out of receiving notices but still wishes to vote on the Proposed Decisions is entitled to do so. However, they must have delivered a completed Voting Form, together with a proof in respect of their claim (unless one has already been submitted) to the Convener, whose contact details are below, by no later than the Decision Date, failing which their votes will be disregarded.

**Request for a physical meeting**

Insolvency legislation also provides that creditors who meet certain thresholds, namely 10% in value of creditors, 10% in number of creditors or 10 creditors, may require a physical meeting to be held to consider the Proposed Decisions. Such a request must be made in writing to the Convener before the Decision Date. To enable the Convener to determine whether a threshold has been met, please also provide a proof with any request.

**Contact details**

Documents required to be delivered to [Name of director acting as the Convener], the director (**the Convener**) pursuant to this notice can be sent by post to [IP Firm Name & Address] or alternatively by email to [IP email address]. Any person who requires further information may contact [Name] by telephone on [Telephone] or alternatively by e-mail at [Email address].

Dated:

Signed: …………………………………………..

**Liquidator**