

**TO ALL MEMBERS**

15 July 2024

Ref: PH/RB/ES/ME-W  
LO8314/RB/PH/ES

Email: [solventliquidations@parthenon.ey.com](mailto:solventliquidations@parthenon.ey.com)

Dear Members,

## **Kent Reliance Provident Society Limited (In Members' Voluntary Liquidation) ('the Society')**

Philip Heddell and I were appointed as Joint Liquidators of the Society on 26 July 2022.

I write to advise you that we are now in a position to conclude the liquidation of the Society and provide you with our report on the progress of the Members' Voluntary Liquidation for the period 26 July 2023 to 12 July 2024.

This report, and its appendices, constitutes our proposed final report to members and should be read in conjunction with the Joint Liquidators' annual progress report dated 11 September 2023.

Rule 5.9(1) of the Insolvency (England and Wales) Rules 2016 ("the Rules") requires us to give you at least 8 weeks' notice of the date on which we intend to deliver the final account. Formal notice is enclosed.

### **Information about the Society and the Liquidators**

The Rules require us to provide certain information about the Society and the Liquidators. The information can be found in Appendix A of this report. A copy of our receipts and payments account for the period from 26 July 2023 to 12 July 2024 is at Appendix B.

### **Events leading up to the Liquidation**

The Society is a co-operative and community benefit society formed as part of the transfer in 2011 of Kent Reliance Building Society's business to OneSavings Bank plc ("OneSavings Bank"), which trades primarily as Kent Reliance.

At the Annual General Meeting of the Society on 26 July 2022, the members' agreed to a proposal to wind up the Society, with its assets being transferred into a new charity, the 'Kent Reliance Community Foundation' ("the Charity"). The Society was subsequently placed into liquidation on the same day.

For further details, please visit <https://www.krps.com/>.

## **Progress during the period covered by the account**

### **Dividend receipts**

During the reporting period, OSB Group plc (“OSB”) paid two dividends to its shareholders. Funds in the amount of £374,341 were received in respect of the Society’s shares held in OSB.

### **Bank interest**

Bank interest in the amount of £32,089 was received during the period in respect of funds held in the liquidation bank account and following the maturity of fixed term deposit accounts.

### **HM Revenue & Customs (“HMRC”) refund**

During the period, refunds in the amount of £14,333 and £1,788 were received from HMRC in relation to VAT and PAYE, respectively.

The VAT refund was in relation to professional services fees paid, with the VAT element totaling £12,319. Additionally, VAT totaling £2,014 was reclaimed on invoices for accountancy fees and management fees payable by the Society. These invoices were paid by OneSavings Bank initially, and a portion of the invoice recharged to the Society immediately post liquidation.

Repayment interest in the amount of £34 in respect of a corporation tax overpayment from 2021 was allocated against the corporation tax payment of £1,277 referred to below.

### **Payments**

#### **Corporation Tax**

A corporation tax liability in the amount of £1,277, less the £34 of repayment interest, was paid during the period in respect of the corporation tax return for the year ended 25 July 2023.

#### **Gifts to the Charity**

As you are aware, at the Society’s Annual General Meeting on 26 July 2022, the members agreed to the proposal to wind up the Society and for its assets to be transferred into the Charity.

The Charity was incorporated on 18 August 2022 and became registered on the Charity Commission register in February 2024 and with HMRC in March 2024.

Following registration of the Charity, steps were taken to gift the Society’s assets, comprising cash in the amount of £1,382,326 and the shares held in OSB, to the Charity. A summary of the gifts made to the Charity are as follows:

- Funds in the amount of £750,000 on 23 April 2024;
- Funds in the amount of £191,264 on 14 May 2024;
- 1,169,815 ordinary shares held by the Society in OSB on 18 June 2024; and
- Funds in the amount of £441,062 on 5 July 2024.

## **Tax matters**

As previously reported, Corporation Tax returns for the year ended 31 December 2021 and the period from 1 January 2022 to 25 July 2022 were prepared and filed with HMRC. No Corporation Tax liabilities were due in respect of these periods.

The Corporation Tax return for the year ended 25 July 2023 was submitted during the period and the corresponding liability of £1,277 was paid.

A final Corporation Tax return for the period 26 July 2023 to 16 May 2024 was submitted during the period and there was no corresponding refund or liability.

The Society was deregistered for VAT on 30 September 2023 and VAT returns to this date were prepared and submitted.

The Society's PAYE account was closed in August 2023. HMRC advised that there was a credit on the PAYE account which has subsequently been received.

The Joint Liquidators recently issued a letter to HMRC inviting them to revert with any comments on the final Corporation Tax return or any other outstanding tax matters or liabilities in respect of the Society. No response has been received from HMRC and the Joint Liquidators are satisfied that there are none and that the liquidation can be concluded on this basis.

## **Joint liquidators' remuneration**

Our remuneration was fixed on a time-cost basis by a resolution of the members on 26 July 2022.

A contractual arrangement exists with a third party in respect of the Joint Liquidators' remuneration and as such there is no recourse to the estate. Details of amounts paid, name of the payor and the relationship between the payor and the Society, are available upon request to the liquidators at Ernst & Young LLP, 1 More London Place, London, SE1 2AF.

## **Joint liquidators' statement of expenses incurred**

During the period covered by this report, no expenses were incurred.

## **Members' rights to further information about, and challenge, remuneration and expenses**

In certain circumstances, members are entitled to request further information about our remuneration or expenses, or to apply to court if members consider the costs to be excessive. Further information is provided in Appendix C.

## **Other Matters**

Upon expiry of the eight-week notice period, the liquidators final account will be delivered to the members and filed with the Financial Conduct Authority ('FCA') along with a certificate under section 126 of the Co-operative and Community Benefit Societies Act 2014. Upon receipt of the certificate, the FCA will cancel the registration of the Society.



Should you wish to discuss any matters arising from this report, please do not hesitate to contact us in writing at the address above or by email to [solventliquidations@parthenon.ey.com](mailto:solventliquidations@parthenon.ey.com).

Yours faithfully  
for the Society

A handwritten signature in black ink, appearing to read 'Richard Barker', is written in a cursive style.

Richard Barker  
Joint Liquidator

Enc: Notice of proposed final account

Philip Heddell and Richard Barker are licensed in the United Kingdom to act as Insolvency Practitioners by the Insolvency Practitioners association. As Insolvency Practitioners, they are bound by the Insolvency Code of Ethics in carrying out all professional work relating to the appointment.

The Joint Liquidators may act as data controllers of personal data as defined by the UK General Data Protection Regulation (as incorporated in the Data Protection Act 2018), depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidator's appointment. The Office Holder Data Privacy Notice can be found [www.ey.com/uk/officeholderprivacy](http://www.ey.com/uk/officeholderprivacy).

**Kent Reliance Provident Society Limited**

**(In Members' Voluntary Liquidation) ("the Society")**

**Information about the Society and the Liquidators**

Registered office address of the Society:	1 More London Place London SE1 2AF
Registered number:	IP031056
Full names of the liquidators:	Philip Heddell and Richard Barker
Liquidators' address(es):	Ernst & Young LLP 1 More London Place London SE1 2AF
Telephone number through which the liquidators can be contacted	020 7951 2000
Date of appointment of the Joint Liquidators:	26 July 2022
Details of any changes of liquidator:	None

## Kent Reliance Provident Society Limited (In Members Voluntary Liquidation) ('the Society')

### Joint Liquidators' receipts and payments account for the period from 26 July 2023 to 12 July 2024

Declaration of Solvency Estimated to Realise Amount £	26 July 2022 to 25 July 2023 £	26 July 2023 to 12 July 2024 £	Total £
<b>Receipts</b>			
552,888 Cash taken over	554,718	-	554,718
5,617,452 Investment in OSB	-	-	-
1,780 Other Interest	-	34	34
- Dividends received	493,662	374,341	868,003
- HMRC VAT refund	-	2,014	2,014
- HMRC PAYE refund	-	1,788	1,788
- Liquidation bank Interest	6,106	32,089	38,195
<b>6,172,120</b>	<b>1,054,486</b>	<b>410,266</b>	<b>1,464,752</b>
<b>Payments</b>			
(1,602) Trade accounts	-	-	-
(75,714) Accrued Expenses	(79,303)	-	(79,303)
(2,379) Tax liabilities	(1,844)	-	(1,844)
- Bank Charges	-	(2)	(2)
- Corporation Tax	-	(1,277)	(1,277)
- Recoverable input VAT	(12,319)	12,319	-
<b>(79,695)</b>	<b>(93,466)</b>	<b>11,040</b>	<b>(82,426)</b>
Gifts to the Charity	-	(1,382,326)	(1,382,326)
<b>6,092,425</b> Balance at Bank	<b>961,020</b>	<b>Nil</b>	<b>Nil</b>

1. Receipts and payments are stated net of VAT.
2. A gift of the Society's shares held in OSB Group plc (1,169,815 ordinary shares of £0.01) was made to the Charity during the period.
3. The Joint Liquidators' remuneration was fixed on a time-cost basis by the Members but payable by a third party with no recourse to the estate.

**Members' rights to request further information about remuneration or expenses or to challenge a liquidator's remuneration – Rules 18.9 and 18.34 of the Insolvency (England and Wales) Rules 2016, as amended**

**18.9 Members' request for further information**

18.9.—(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report or account under rule 18.14—

- (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);
- (c) members of the Society in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the Society;
- (d) any unsecured creditor with the permission of the court; or
- (e) any member of the Society in a members' voluntary winding up with the permission of the court.

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

(3) The office-holder must, 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.

(4) The office-holder 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 office-holder is subject to an obligation of confidentiality in relation to the information.

(5) An office-holder 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.

(6) A creditor, and a member of the Society in a members' voluntary winding up, 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 office-holder giving reasons for not providing all of the information requested; or

(b) the expiry of the 14 days within which an office-holder must respond to a request.

(7) The court may make such order as it thinks just on an application under paragraph (6).

#### **18.34 Members' claim that remuneration is excessive**

**18.34.**—(1) This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—

(a) the remuneration charged by the office-holder is in all the circumstances excessive;

(b) the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or

(c) the expenses incurred by the office-holder are in all the circumstances excessive.

(2) The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable—

(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, or

(c) in a members' voluntary winding up—

(i) members of the Society with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Society, or

(ii) a member of the Society with the permission of the court.

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



## Notice of draft final account to members

### Kent Reliance Provident Society Limited (In Members' Voluntary Liquidation)

Other trading name(s) or style(s): N/A

Any other registered name in the 12 months prior to liquidation: N/A

Registered number: IP031056

Registered office address: 1 More London Place, London, SE1 2AF

Principal trading address (if different from above):

Date of appointment of joint liquidators 26 July 2022

Philip Heddell Ernst & Young LLP  
1 More London Place, London, SE1 2AF

Richard Barker Ernst & Young LLP  
1 More London Place, London, SE1 2AF

Office holder number: 27250 / 17150


Telephone number: 020 7951 2000

Name of alternative person to contact about the liquidation: Evelyn Sanchez

**Date of notice:** 15 July 2024

In accordance with Rule 5.9 of the Insolvency (England and Wales) Rules 2016 we give notice of our draft final account to members.

On 13 September 2024 we intend to make up a final account and deliver it to the members. When the final account is delivered to the Financial Conduct Authority we will be released under section 171(6)(b) of the Insolvency Act 1986.

Signed:  \_\_\_\_\_

Name: Richard Barker  
Joint Liquidator

Philip Heddell and Richard Barker are licensed in the United Kingdom to act as Insolvency Practitioners by the Insolvency Practitioners association. As Insolvency Practitioners, they are bound by the Insolvency Code of Ethics in carrying out all professional work relating to the appointment.

The Joint Liquidators may act as data controllers of personal data as defined by the UK General Data Protection Regulation (as incorporated in the Data Protection Act 2018), depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidator's appointment. The Office Holder Data Privacy Notice can be found [www.ey.com/uk/officeholderprivacy](http://www.ey.com/uk/officeholderprivacy).