

In accordance with Rule 2.38 of the Insolvency (England & Wales) Rules 2016 and Sections 4(6) and 4(6A) of, or paragraph 30 of Schedule A1 to, the Insolvency Act 1986.

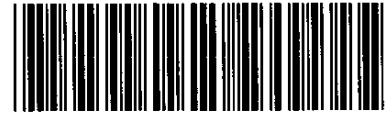
CVA1

Notice of voluntary arrangement taking effect



Companies House

WEDNESDAY



A8KL3PY1

A04

18/12/2019

#388

COMPANIES HOUSE

1 Company details

Company number 0 5 0 7 0 2 5 2

Company name in full Zest Food Ltd

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

2 Supervisor's name

Full forename(s) Stephen

Surname Katz

3681

3 Supervisor's address

Building name/number 26-28

Street BEDFORD ROW

Post town London

County/Region

Postcode WC1R 4HE

Country

4 Supervisor's name ①

Full forename(s) Paul

Surname Cooper

① Other supervisor
Use this section to tell us about another supervisor.

5 Supervisor's address ②

Building name/number 26-28

Street BEDFORD ROW

Post town London

County/Region

Postcode WC1R 4HE

Country

ISUSA
② Other supervisor
Use this section to tell us about another supervisor.

CVA1
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6 Date CVA took effect

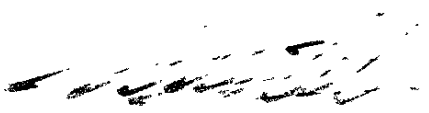
Date

^d 1	^d 2	^m 1	^m 2	^y 2	^y 0	^y 1	^y 9
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7 Report of consideration of proposal

I attach a copy of the report of consideration of the proposal

8 Sign and date

Supervisor's signature	Signature X  X									
Signature date	<table border="1"><tr><td>^d1</td><td>^d6</td><td>^m1</td><td>^m2</td><td>^y2</td><td>^y0</td><td>^y1</td><td>^y9</td></tr></table>	^d 1	^d 6	^m 1	^m 2	^y 2	^y 0	^y 1	^y 9	
^d 1	^d 6	^m 1	^m 2	^y 2	^y 0	^y 1	^y 9			

IN THE MATTER OF ZEST FOOD LTD T/A TOSSED AND VITAL INGREDIENT
AND IN THE MATTER OF THE INSOLVENCY ACT 1986

**REPORT TO THE COURT PURSUANT TO SECTION 4(6)
OF THE INSOLVENCY ACT 1986
AND RULE 2.38 OF THE INSOLVENCY (ENGLAND AND WALES) RULES 2016**

Rule 2.38(1)

I, Stephen Katz, of David Rubin & Partners, 26-28 Bedford Row, London, WC1R 4HE, being one of the Joint Nominees of the above Company and acting as Chair of the reconvened Virtual Meeting of creditors held on 12 December 2019, report to the Court the result of the meeting.

Rule 2.38(2)

- (a) The modified Proposal for a Voluntary Arrangement was approved without further modifications by both the creditors and members of the Company. The Decision/Resolution taken at the meetings of creditors and members was as follows:

“That the Proposal for a modified Company Voluntary Arrangement, which includes the appointment of Stephen Katz and Paul Cooper of David Rubin & Partners, 26-28 Bedford Row, London, WC1R 4HE as Joint Supervisors of the CVA be approved without further modifications.”

- (b) A list of creditors of the Company (with their respective values), who were present or represented at the meeting, and how they voted, is attached in schedule A.

A list of members of the Company (with their respective values), who were present or represented at the meeting, and how they voted, is attached in schedule B.

- (c) There were no connected creditors.
- (d) In my opinion as Supervisor, (i) the EC Regulation applies to the voluntary arrangement, and (ii) the proceedings are main proceedings.
- (e) The claims received from the modified Category 1 landlords as shown in Schedule A relate to unliquidated debts, and as such have been valued at £1 for voting purposes, in accordance with Rule 15.31(3) of the Insolvency (England and Wales) Rules 2016.
- (f) The basis of the Joint Nominees’ fees was approved by the Company on a time cost basis. The total time costs incurred by the Joint Nominees and their staff are £32,181.00, representing 80.9 hours at an average hourly rate of £397.79. Nominees Fees of £20,000 have been paid on account by the Company, leaving a balance of £12,181 to be drawn from the arrangement. A breakdown of showing these time costs broken down by grade of staff attached at Schedule C.
- (g) There are no other matters which I think it appropriate to make known to the Court.


.....
STEPHEN KATZ – CHAIR

Date: 16/12/2019

SCHEDULE A

ZEST FOOD LIMITED

Creditors present or represented at the adjourned virtual meeting of creditors held on 12 December 2019 and how they voted

Requisite Majority Rule 15.34(3)
Requisite Majority Rule 15.34(3)

Creditor	Proxy	Total	For	Against	Abstain	Suggested Modifications
UCC Coffee Limited	Chairman of the Meeting	13,317.60	13,317.60			-
Sovereign Partners Limited	Chairman of the Meeting	56,645.77	56,645.77			-
Kleen Limited v/s Clean Society	Chairman of the Meeting	1,246.80	1,246.80			-
Imagesound Limited	Chairman of the Meeting	1,490.40	1,490.40			-
HGEM Limited	Chairman of the Meeting	5,045.54	5,045.54			-
Tri-Star Packaging Supplies	Alex Noake / Chairman of the Meeting	128,227.26	128,227.26			-
Leathams Limited	Chairman of the Meeting	399,064.32	399,064.32			-
Kent Frozen Foods Limited	Nick Jennings / Chairman of the Meeting	74,577.94	74,577.94			-
NBIM Eleanor 1 Limited & NBIM Eleanor 2 Limited	Chairman of the Meeting	1.00		1.00		-
London Borough of Camden Council	Matt Kennison / Chairman of the Meeting	20,670.00	20,670.00			-
GM Investment Trustees Limited	Chairman of the Meeting	1.00		1.00		-
Mapeley Beta Acquisition Co (1) Ltd	Chairman of the Meeting	1,169.76		1,169.76		-
Lawnmist Limited	Chairman of the Meeting	1.00				-
Ice Cool Environments Limited	Chairman of the Meeting	15,510.08	15,510.08			-
Jersey Limited	Chairman of the Meeting	63,706.32	63,706.32			-
Artillery Holdings Limited	Chairman of the Meeting	106,575.00	106,575.00			-
Christ's Hospital	Chairman of the Meeting	1.00				-
Lazan Properties 2 Limited	Chairman of the Meeting	159,021.33		159,021.33		-
33 KS EC2 LTD	Chairman of the Meeting	29,625.48	29,625.48			-
Fresh Direct (UK) Limited	Michael Hulme/Paul Nother/Chairman	364,287.07	364,287.07			-
Stratford City Shopping Centre No 2 A Ltd	Chairman of the Meeting	118,090.00		118,090.00		-
Meloma Design Limited	Toma Pople/Chairman of the Meeting	2,266.92	2,266.92			-
RREEF Bankside Limited	Chairman of the Meeting	1.00				-
Bishopsgate Long Term Property Fund	Chairman of the Meeting	1.00				-
Souful Food Limited	Chairman of the Meeting	85,145.75	85,145.75			-
The Pollen Estate	Chairman of the Meeting	102,562.00	102,562.00			-
Paddington Central 1 LLP	Chairman of the Meeting	1.00			1.00	-
Broadgate Adjoining Properties Limited	Chairman of the Meeting	1.00			1.00	-
Percentage		100.00%	84.08%	15.92%		
		1,748,251.34	1,469,965.25	278,283.09	2.00	

Therefore, a majority of 75% or more in value of those creditors present in person or by proxy voted in favour of accepting the Proposal

Requisite Majority Rule 15.34(4) - Excluding Associates

Total Amount of unconnected creditors

Creditor	Proxy	Against	Percentage voting against
There are no connected creditors	n/a	Nil	Nil

Accordingly, Rule 15.34(4) of the Insolvency (England and Wales) Rules 2016 does not apply as creditors voting against the Proposal were less than 50% in value of those creditors, excluding associates of the debtor, whose claims had been admitted for voting

Invalid Proxies

Creditor
 Northern & Midland Holdings Limited
 Westminster City Council

Proxy
 Benjamin Goldberg
 Catherine Bromley/Matthew Chadwick

Reason invalid
 Did not attend meeting
 Did not attend meeting

SCHEDULE B

ZEST FOOD LIMITED

Members present or represented at the General Meeting held on 12 December 2019 and how they voted.

<u>Member</u>	<u>Proxy</u>	<u>No. of Shares</u>		<u>Suggested Modifications</u>
		<u>Total</u>	<u>For</u> <u>Against</u>	
Tossed Limited	Chairman	1,481,370.00	1,481,370.00	n/a
Percentage		100.00%	100.00%	0.00%
		<u>1,481,370.00</u>	<u>1,481,370.00</u>	<u>0.00</u>

Therefore, a majority in excess of 50% in value of those Members present in person or by proxy voted in favour of the resolution.


12/12/19.

SCHEDULE C

ZEST FOOD LIMITED - PROPOSED COMPANY VOLUNTARY ARRANGEMENT

JOINT NOMINEES TIME COSTS

FOR THE PERIOD 11 NOVEMBER 2019 TO 12 DECEMBER 2019

Classification of work function	Hours				Total Cost £	Average hourly rate £
	Partners	Manager / Senior Manager	Admin / Senior Admin	Cashiers		
Administration, Strategy and Planning						
Acting as Nominees convening and holding Virtual and Members Meetings	31:12	45:06	03:48	00:48	32,181.00	397.79
Total hours and costs	31:12	45:06	03:48	00:48	32,181.00	397.79

CVA1

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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 **Robert Mitchell**

Company name **David Rubin & Partners**

Address

26 - 28 Bedford Row

Post town **London**

County/Region

Postcode **W C 1 R 4 H E**

Country

DX **London/Chancery Lane**

Telephone **020 7400 7900**

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 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