

Section 106

Return of Final Meeting in a
Creditors' Voluntary Winding UpPursuant to Section 106 of the
Insolvency Act 1986

To the Registrar of Companies

S.106

Company Number

01556381

Name of Company

D B Partners Limited

I/We Steven Elliott
38-42 Newport Street
SWINDON
Wiltshire
SN1 3DR

• The copy account must be
authenticated by the written signature(s)
of the Liquidator(s)

1 give notice that a general meeting of the company was ~~duly held on~~/summoned for 25 May 2012 pursuant to section 106 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been disposed of, and that ~~the same was done accordingly~~ / no quorum was present at the meeting.

2 give notice that a meeting of the creditors of the company was duly held on/~~summoned for~~ 25 May 2012 pursuant to Section 106 of the Insolvency Act 1986, for the purpose of having the said account laid before it showing how the winding up of the company has been conducted and the property of the company has been disposed of and that the same was done accordingly/~~no quorum was present at the meeting.~~

The meeting was held at 38/42 Newport Street, Swindon, SN1 3DR

The report covers the period from 18/03/2011 (commencement of winding up) to 25/05/2012 (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

The Liquidator was granted his release from office

Signed



Date

25 May 2012

Monahans
38-42 Newport Street
SWINDON
Wiltshire
SN1 3DR

Ref SE186/SE/CDT/SJ

THURSDAY



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31/05/2012

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COMPANIES HOUSE

D B Partners Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments
From 18 March 2011 To 25 May 2012

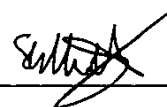
S of A £		£	£
	HIRE PURCHASE		
69,385 00	Factored Book Debts	5,610 65	
(55,492 00)	Barclays Asset & Sales Finance	NIL	
			5,610 65
	ASSET REALISATIONS		
NIL	Leasehold Property Improvements	NIL	
8,360 00	Stock, Plant & Machinery, fixtures & eq	9,500 00	
950 00	Fixtures & Equipment	NIL	
Uncertain	Director's Loan	NIL	
4,415 00	Non Factored Book Debts	5,256 49	
4,104 00	Cash at Bank	NIL	
120 00	Petty Cash	120 00	
	Dividend payment	660 42	
	Bank Interest Gross	13 22	
	Cash at Bank	4,913 27	
			20,463 40
	COST OF REALISATIONS		
	Premium on Indemnity Bond	94 00	
	Costs of Statutory Meetg	4,383 40	
	Pre-appt liqdn work	3,646 80	
	Liquidator's Remuneration	15,684 57	
	Travel	101 20	
	Agents/Valuers Fees	1,220 50	
	Corporation Tax	3 38	
	Storage Costs	168 00	
	Statutory Advertising	507 20	
	Insurance of Assets	265 00	
			(26,074 05)
	PREFERENTIAL CREDITORS		
(809 00)	Pension Schemes	NIL	
			NIL
	UNSECURED CREDITORS		
(54,146 00)	Trade & Expense Creditors	NIL	
(82,270 00)	Employees Pay in lieu/Redundancy	NIL	
(33,363 00)	Inland Revenue	NIL	
(17,801 00)	H M Customs & Excise	NIL	
			NIL
	DISTRIBUTIONS		
(30,500 00)	Ordinary Shareholders	NIL	
			NIL
(187,047.00)			0.00
	REPRESENTED BY		
			NIL

**D B Partners Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments
From 18 March 2011 To 25 May 2012**

S of A £

£

£



**Steven Elliott
Liquidator**

D B Partners Limited – In Liquidation

Liquidator's Final Report

Company no.	01556381
Registered office	38-42 Newport Street, Swindon SN1 3DR
Principal trading address	Unit 26 Bamfurlong Industrial Estate, Staverton, GL51 6SX
Date of appointment	18th March 2011
Office holder	Paul Michael McConnell (IP no.7802) until 28th March 2012 Steven Elliott (IP no. 11110) with effect from 28th March 2012
Firm and address	Monahans, 38-42 Newport Street, Swindon, SN1 3DR tel: 01793 818300

This report should be read in conjunction with the following Appendices

- 1 Final Receipts and Payments Account for the period 18th March 2011 to date
- 2 Final summary of the Liquidator's time costs for the period 18th March 2011 to 25th May 2012
- 3 Summary of case specific tasks

1. Introduction

Paul McConnell, was appointed Liquidator of D B Partners Limited ('D B Partners') on 18th March 2011 at meetings of the company's members and creditors. I Steve Elliott, replaced Paul McConnell as Liquidator by court order (Cardiff District Registry no 0087 of 2012) with effect from 28th March 2012. In accordance with Rule 4.49D of the Insolvency Rules 1986 (as amended), this is my final report which was presented to the final meeting of creditors, convened on 25th May 2012.

2. Background

Tony Bennett and Tony Daffurn formed the Company in April 1981. The Company operated from rented space in an engineering factory in Cheltenham. 1982 saw the first factory purchased by D B Partners at Brockhampton Park near Andoversford. Tony Daffurn ran this unit with half of the staff, the remainder stayed in Cheltenham with Tony Bennett. In 1985 DB Partners purchased a factory at Staverton, now Unit 26 and moved out of Cheltenham.

Tony Daffurn retired from the business in the early 1990s, and Tony Watson, Keith Bennett and Preston were made directors.

The business was doing well and in 1996 DB Partners sold Brockhampton and purchased Unit 25 at Staverton.

Preston Hemming ceased to be a director in 2000. At this point the business was experiencing trading difficulties. It was recognised that the Company was too top heavy with seven directors in all by this stage. Tony Bennett retired in 2001. The Company was trimmed down dramatically over the following weeks, leaving only two directors Tony Watson and Keith Bennett.

The Company was beginning to get back to profitability when it was hit by a number of customers going into liquidation owing DB Partners large sums of money. Although DB Partners had enough work it had very limited operating cash.

In 2003 it was decided by the Managing Director, Tony Watson, to put the Company into a Company Voluntary Arrangement ('CVA') to try and save the business and as many jobs as possible

Three years into the five year CVA the Company returned to a very healthy position with profits to match. In April 2008 the Company successfully completed the CVA with the business doing very well

By April 2009 business started to take a downturn and in November 2009 DB Partners laid off three staff. The three staff were not replaced and in February 2010 five more staff were laid off. The Directors agreed to take a massive reduction in salary to help with cash flow, which has continued to the date of Liquidation. Meetings were arranged and advice sought from an insolvency specialist. The advice given was that DB Partners was solvent as at the January 2010 Accounts

The rest of 2010 was a constant struggle to find enough work with major contracts lost by our customers or put on hold because of defence cuts and the prevailing economic climate. Many other customers were also trying to reduce costs by moving contracts for manufacturing and painting to places like China, India and Eastern Europe

A meeting was held in March 2010 between Tony Watson and Keith Bennett, to explore the possibility to downsize to one factory. It was decided that because of the complexity of the leases and the fact that DB Partners was technically still solvent, the business would continue as it was. The rest of 2010 saw trading move between reasonable to bad in various months

A meeting was held on the 14th December 2010 with the Accountants to discuss the financial situation. The accountant confirmed that we were currently solvent at that point. However, December turned out to be a disastrous month for trading, exacerbated by the terrible weather conditions, with little prospect of improvement for January 2011

At a meeting of the management on the 11th January 2011 it was decided the business could not continue with the prospect of debts mounting, it was agreed to arrange a meeting with insolvency specialist and it was in February 2011 decided that the best course of action would be to put the Company into liquidation

3. Outcome of meeting of creditors

At the creditors' meeting held on 18th March 2011, I, Paul McConnell, was appointed Liquidator by a majority of creditors voting by proxy. There was no liquidation committee appointed and therefore the following resolutions were considered and passed at the creditors' meeting

- That the Liquidator's fees be fixed by reference to the time properly given by the Liquidator and his staff in attending to matters arising in the winding up, including time given by him and his staff before the liquidation commenced, to be paid as and when funds become available
- That Monahans' costs of £4,383.40 plus VAT and disbursements of £148.85 plus VAT, relating to the statutory meeting be approved and paid from the available assets of the company, and

Monahans' fees for work done prior to the Liquidator's appointment but relating to matters which would ordinarily form part of the Liquidator's duties be paid in the sum of £3,646.80 plus VAT

4. Progress of the Liquidation

4.1 Factored Book Debts

In the directors' statement of affairs the company's factored book debts had an estimated realisable value of £13,893 which were being collected by Barclays Asset & Sales Finance ('Barclays'). The sum of £5,610.65 was received from Barclays on 6 June 2011 in respect of surplus monies on the account after settlement of their debt, including their fees and expenses

4.2 Leasehold Property Improvements

Leasehold property improvements were not considered realisable by the directors. Having obtained and reviewed the lease for Unit 26 Bamfurlong Industrial Estate, it was considered that there was no premium in the lease and it was disclaimed on 28 April 2011.

In addition, having reviewed the lease of Unit 25 Bamfurlong Industrial Estate it was considered that there was no premium in the lease and it was assigned to Any Colour Coatings Limited, a company under the common control and ownership of Keith Bennett, one of the directors of DB Partners on 19th May 2011.

4.3 Stock, Plant and Machinery, Fixtures & Equipment

Tangible assets with an estimated realisable value of £9,310 were disposed of to Any Colour Coatings Limited for £9,500 plus VAT, following negotiations conducted by my agents, Asset Management Services (UK) Limited ('AMS'). The sale was agreed on 13th May 2011 and the terms of the agreement were an immediate payment of £2,500 followed by two further payments to clear the balance over a period of two months.

After several delays an initial payment of £2,000 was received by my agents on 6th June 2011, followed by 4 further payments of £2,000 on 10th June 2011, 17th June 2011, 24th June 2011 and 11th July 2011 with a final payment of £1,400 received on 5th August 2011.

4.4 Non Factored Book Debts

The sum of £2,859.33 was successfully recovered in respect of non factored book debts which had an estimated realisable value of £4,415. The reason for the difference in the amount recovered and the estimated realisable value in the statement of affairs is that prior to our appointment a book debt of £2,356.80 had been paid into the company's bank account and was reflected in the 'Cash at Bank' figure in the Statement of Affairs.

In addition, the sum of £4,165.00 was assigned by Barclays on 31 May 2011 in respect of the balance of factored debts that they had been unable to recover. From this assignment, the sum of £2,397.16 was successfully collected direct from customers.

A dividend payment of £660.42 was received on 2nd May 2012 in respect of Asita Technologies Limited a debtor of the company which went into liquidation. This payment represented a first and final dividend of 5.774p in the £ to unsecured creditors.

4.5 Cash at Bank

Following post appointment credits paid into the company's trading account, Cash at Bank received amounted to £4,913.27.

4.6 Petty Cash

The sum of £120 was available at the date of liquidation.

4.7 Unrealised Assets

Director's Loan

Management accounts prepared for the company disclosed a director's loan account of £599 and following further investigation it was established that the sum related to an amount owed by Keith Bennett under an employee loan. This was considered uneconomical to pursue, as Keith Bennett had been making a salary sacrifice in respect of an employees' pension deductions.

4.8 Other Assets

There are no other assets to be realised

5. Investigation

As required by the Company Directors Disqualification Act 1986, I have submitted a report on the conduct of the director to the Insolvency Service, the contents of which are confidential

6 Receipts & Payments Account

My receipts & payments account for the eleven month period of the liquidation to date is attached at Appendix 1 for your information. Movements which are expected to take place between now and the final meeting are shown in an additional column. All figures on the account are shown net of VAT.

7. Payments

Payments on the attached account are largely self-evident and I comment therefore only on the following

7.1 Agents'/ Valuers' Fees

The sum of £1,220.50 was paid to AMS for attending the company premises in Staverton, providing a valuation report and inventory, which included a fee representing 7.5% commission for negotiating the sale of assets to Keith Bennett by private treaty.

7.2 Miscellaneous expenses

Various payments were made during the course of the winding up in respect of statutory requirements. The sums £265.00 and £94.00 were paid to AUA Insolvency Risk Services Limited for insurance cover in respect of the company's assets and Liquidator's Bond of Specific Penalty, £318.15 was paid for advertising in the London Gazette to conform with statutory requirements of the insolvency legislation, and corporation tax of £3.38 was paid on interest received during the liquidation period of £13.22. £168 was paid to UK Data Solutions Limited in respect of their collection of the company's books and records, future storage and destruction.

7.6 Liquidator's remuneration

In the majority of insolvency cases remuneration is based on time costs, taking into account the complexity of the case and the value and nature of the assets to be realised.

At the meeting of creditors held on 18th March 2011, it was resolved that the Liquidator's remuneration in this case should be calculated by reference to time properly given by him and his staff in attending to matters arising in the case.

The statutory provisions relating to remuneration are set out in Rule 4.127 of the Insolvency Rules 1986. They are explained fully in the 'Creditors' Guide to Liquidators' Fees', a copy of which is available on request or can be obtained by logging on to the Insolvency Practitioners' Association website via the following link

<http://www.insolvency-practitioners.org.uk/uploads/Liq.pdf>

An analysis of time spent during the period covered by this report, split between the various types of work and grade of staff, together with charge out rates for each staff grade, is attached at Appendix 2.

This shows that time costs incurred during the period totalled £18,669 60 of which £15,684 57 has been drawn. The remainder of my fees have been written off.

A guide to the nature of the tasks that are covered by each category of charging, together with specific detail regarding the work done on this particular case, is attached at Appendix 3.

7.7 Liquidator's disbursements

Necessary expenses of the liquidation that are recharged to the case at cost (e.g. statutory advertising) are classed as 'Category 1' disbursements. Approval is not required for Category 1 disbursements.

However costs recharged to the case which are capable of including an element of profit or a share of overhead cost are classed as 'Category 2' disbursements and require approval by creditors.

The only disbursement recharged to the case has been mileage totalling £101 20 (representing 253 miles @ 40 pence). As mileage has been recharged at the official HMRC rate applicable at the time, this is classed as a Category 1 disbursement and therefore does not require creditors' approval.

7.8 Request for information and challenge to the Liquidator's remuneration and expenses

Under Rule 4.49 of the Insolvency Act 1986, creditors have the right to request further information about my remuneration and expenses and, should they believe these costs are, on all the circumstances, excessive, to challenge them under Rule 4.131.

Please see the attached Summary of Insolvency Rules 4.49E and 4.131 of the Insolvency Act 1986 at Appendix 4 for further details of the provisions and conditions that apply.

8 Creditors

8.1 Preferential Creditors

At the date of liquidation the sum of £808 63 remained outstanding in respect of employee pension contributions to the company's Group Personal Pension Scheme. An RP15 form was submitted to the Redundancy Payments Office ('RPO') in respect of this and a claim for this amount has been received from the RPO following their payment to the pension providers in August 2011.

Unfortunately there are insufficient funds to enable a payment to preferential creditors.

8.2 Unsecured Creditors

To date claims from 17 unsecured creditors including former employees totalling £219,426 06 have been received. Proofs from 31 creditors remain outstanding and these were estimated at £126,509 37 in the statement of affairs.

There is no prospect of a dividend to unsecured creditors.

8.3 The Prescribed Part

There were no known floating charges created or registered in respect of the company on or after 15th September 2003 to which the prescribed part provisions of Section 176A of the Insolvency Act 1986 would apply.

8.4 Notice that no dividend will be declared

In view of the above I hereby give notice pursuant to Rule 4.186 of the Insolvency Rules 1986 that no dividend to unsecured creditors will be declared in this liquidation.

§ Summary

- At a final meeting of creditors held on 25th May 2012 I was granted my release as Liquidator

Dated 25th May 2012




Steve Elliott MIPA
Liquidator

Appendix 1

D B Partners Limited (in Liquidation) Liquidator's Abstract of Receipts & Payments

Statement of Affairs	From 18/03/2011 To 15/03/2012	From 16/03/2012 To 25/05/2012	Total
HIRE PURCHASE			
69,385 00 Factored Book Debts	5,610 65	0 00	5,610 65
(55,492 00) Barclays Asset & Sales Finance	0 00	0 00	0 00
	<u>5,610 65</u>	<u>0 00</u>	<u>5,610 65</u>
ASSET REALISATIONS			
NIL Leasehold Property Improvements	0 00	0 00	0 00
8,360 00 Stock, Plant & Machinery, fixtures & equipment	9,500 00	0 00	9,500 00
950 00 Fixtures & Equipment	0 00	0 00	0 00
Uncertain Director's Loan	0 00	0 00	0 00
4,415 00 Non Factored Book Debts	5,256 49	0 00	5,256 49
4,104 00 Cash at Bank	4,913 27	0 00	4,913 27
120 00 Petty Cash	120 00	0 00	120 00
Dividend Payment	0 00	660 42	660 42
Bank Interest Gross	13 22	0 00	13 22
	<u>19,802 98</u>	<u>660 42</u>	<u>20,463 40</u>
COST OF REALISATIONS			
Premium on Indemnity Bond	90 00	4 00	94 00
Costs of Statutory Meetg	4,383 40	0 00	4,383 40
Pre-appt liqdn work	3,646 80	0 00	3,646 80
Liquidator's Remuneration	14,794 55	890 02	15,684 57
Travel	101 20	0 00	101 20
Agents/Valuers Fees	1,220 50	0 00	1,220 50
Corporation Tax	3 38	0 00	3 38
Storage Costs	168 00	0 00	168 00
Statutory Advertising	253 10	254 10	507 20
Insurance of Assets	265 00	0 00	265 00
	<u>(24,925 93)</u>	<u>(1,148 12)</u>	<u>(26,074 05)</u>
PREFERENTIAL CREDITORS			
(809 00) Pension Schemes	0 00	0 00	0 00
	<u>(0 00)</u>	<u>(0 00)</u>	<u>(0 00)</u>
UNSECURED CREDITORS			
(54,146 00) Trade & Expense Creditors	0 00	0 00	0 00
(82 270 00) Employees Pay in lieu/Redundancy	0 00	0 00	0 00
(33,363 00) Inland Revenue	0 00	0 00	0 00
(17,801 00) H M Customs & Excise	0 00	0 00	0 00
	<u>(0 00)</u>	<u>(0 00)</u>	<u>(0 00)</u>
DISTRIBUTIONS			
(30,500 00) Ordinary Shareholders	0 00	0 00	0 00
	<u>0 00</u>	<u>0 00</u>	<u>0 00</u>
<u>187,047 00)</u>	<u>487 70</u>	<u>(487 70)</u>	<u>0 00</u>


Steve Elliott MIPA
Liquidator

Appendix 2

D B Partners Limited – In Liquidation

Summary Liquidator's Time Costs from 18th March 2011 to 21st May 2012

Classification of Work	Partner	Director	Case Manager	Administrator	Total Hours	Time Cost	Average Hourly Rate
Administration & Planning	12 5	1 0	36 4	13 8	63 7	8,003 60	125 64
Asset Realisation	4 5	3 3	10 1	-	17 9	2,727 90	152 40
Creditors & Employees	9 6	1 7	21 4	-	32 7	4,878 10	149 18
Book Debts	-	-	19 2	-	19 2	2,304 00	120 00
Investigations	-	-	6 3	-	6 3	756 00	120 00
Total Fees Claimed £	5,586 00	1,038 00	11,208 00	837 60	-	£18,669.60	
Total Hours	26 6	6 0	93 4	13 8	139.8	-	
Average Hourly Rate	210 00	173 00	120 00	60 69	-	-	£133.54

Staff Hourly Charge-out Rates (revised periodically, usually on 1st April)

	01.04.10	21.11.10	22.11.10 onwards
	£	£	£
Partner	210 00	210 00	210 00
Director	168 00	173 00	173 00
Case Manager	116 00	120 00	120 00
Administrator	70 40/60 30	72 00/62 00/52 00	

Appendix 3

D B Partners Limited – In Liquidation

Summary of Work Undertaken in the liquidation

Time is recorded to a case in units and each unit comprises 6 minutes. A guide to what may be included in the categories of work is as follows:

Activity	Examples of Work
Administration & Planning	Case review and case diary management Strategic planning and control IPS set up and maintenance Cashiering and accounting Statutory matters - Meetings, reports and returns, bonding Collection, storage and destruction of client records
Asset Realisation	Identifying, securing and insuring assets Property, business and asset sales Disclaiming and assignment of leases Dealing with third-party claims, hire-purchase/leasing and retention of title etc
Creditors & Employees	Communication with creditors Creditors' claims Processing employees' claims & liaising with Redundancy Payments Office
Book Debts	Dealing with Secured creditor Collecting book debts & negotiation
Investigations	SIP2 review CDDA reports Investigations

Work carried out specific to the case

Recovery and sale of Stock, Plant and Machinery, Fixtures & Equipment

- Arranging insolvency insurance cover for assets, liaising with the director to establish existing insurance cover
- Instruction of agents, liaising with agents regarding advertising, sale to connected party
- Instructing agents in preparation of sale agreement
- Negotiating sale agreement and re-payment plan
- Discussions with director regarding payment for and recovery of vehicles

Recovery of Factored and Non Factored Book Debts

- Correspondence, emails and telephone calls to Secured Lender
- Correspondence and telephone calls with various debtors
- Responses discussed with book keeper
- Chasing for responses from debtors

D B Partners Limited – In Liquidation

Work carried out specific to the case (continued)

Property Issues

- Reviewing leases
- Liaising with directors and Solicitors re disclaimer and assignment of leases
- Preparing paperwork for disclaiming lease
- Reviewing paperwork in respect of assignment

As part of Investigation

- Review of company's books and records
- Analysis of bank transactions, sales & purchase invoices

Creditors

- Dealing with specific matters raised by creditors
- Dealing with creditor's enquiries by letter, telephone and via email
- Processing creditors' claims
- Dealing with employees' claims and queries
- Submission of claims and information in support to Redundancy Payments Office

Statutory

- Reporting under the Company Directors Disqualification Act 1986

Miscellaneous

- Completion of VAT returns, eventual deregistration and recovery of input VAT thereafter
- Accounting for corporation tax due during period of liquidation