

LIQ13

Notice of final account prior to dissolution in MVL



Companies House



1	Company details	
Company number	0 1 7 2 2 2 5 1	→ Filling in this form Please complete in typescript or in bold black capitals.
Company name in full	Soft Cell Computer Services Limited	
2	Liquidator's name	
Full forename(s)	Simon Thomas	
Surname	Barriball	
3	Liquidator's address	
Building name/number	10 St Helen's Road	
Street		
Post town	Swansea	
County/Region		
Postcode	S A 1 4 A W	
Country		
4	Liquidator's name ①	
Full forename(s)	Helen	① Other liquidator Use this section to tell us about another liquidator.
Surname	Whitehouse	
5	Liquidator's address ②	
Building name/number	10 St Helen's Road	② Other liquidator Use this section to tell us about another liquidator.
Street		
Post town	Swansea	
County/Region		
Postcode	S A 1 4 A W	
Country		

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Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.

7

Sign and date

Liquidator's signature

Signature

X



X

Signature date

^d 2 ^d 0

^m 0 ^m 6

^y 2 ^y 0 ^y 1 ^y 8

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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	Simon Thomas Barriball
Company name	McAlister & Co Insolvency Practitioners Limited
Address	10 St Helen's Road Swansea
Post town	SA1 4AW
County/Region	
Postcode	
Country	
Dx	
Telephone	03300563600



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 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

Soft Cell Computer Services Limited
(In Liquidation)
Joint Liquidators' Abstract of Receipts & Payments
From 27 November 2015 To 23 March 2018

S of A £		£	£
	ASSET REALISATIONS		
78,704.84	Cash at Bank	50,474.99	
	Bank Interest Gross	3.38	
9,203.97	Directors Loan Account	NIL	
1,528.91	Tax Refund	NIL	
	HMRC Corporation Tax Refund	5,358.20	
			55,836.57
	COST OF REALISATIONS		
	Specific Bond	125.00	
(2,500.00)	Preparation of S. of A.	1,750.00	
(500.00)	Liquidators Expenses	2.50	
	Statutory Advertising	214.83	
			(2,092.33)
	PREFERENTIAL CREDITORS		
	H M Revenue & Customs	3,712.24	
			(3,712.24)
	DISTRIBUTIONS		
	Ordinary Shareholders	50,182.00	
			(50,182.00)
86,437.72			(150.00)
	REPRESENTED BY		
	Vat Control Account		(150.00)
			(150.00)


 Simon Thomas Barriball
 Joint Liquidator

*The £150 VAT has been paid by the Liquidators

S94(1) Insolvency Act 1986
R5.9 Insolvency (England and Wales) Rules 2016

NOTICE OF FINAL ACCOUNT PRIOR TO DISSOLUTION

Soft Cell Computer Services Limited ("the Company") Members' Voluntary Liquidation ("MVL")
Registered number: 01722251

NOTICE IS HEREBY GIVEN THAT

It appears to Simon Thomas Barriball and Helen Whitehouse of McAlister & Co Insolvency Practitioners Limited, 10 St Helen's Road, Swansea, SA1 4AW ("the Joint Liquidators") that the Company's affairs are fully wound up. As such a final account will be delivered to members detailing how the winding up of the Company has been conducted.

Once the final account is complete, the Joint Liquidators will vacate office under s171(6) of the Insolvency Act 1986 upon delivering to the registrar of companies the final account and notice saying whether any creditor has objected to their release. Within 21 days of the receipt of the proposed final account, members with either at least 5% of the total voting rights of all the members having the right to vote at general meetings of the Company or with the permission of the court, may request in writing that the Liquidator provide further information about his remuneration or expenses which have been itemised in the proposed final account.

Any members with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Company or with the permission of the court, may within 8 weeks of receipt of the proposed final account, make an application to court on the grounds that, in all the circumstances, the basis fixed for the Liquidator's remuneration is inappropriate and/or the remuneration charged or the expenses incurred by the Liquidator, as set out in the proposed final account, are excessive.

The affairs of the Company will not be fully wound up until the of the above is complete or any requests or applications for further information, including those made to court, have been fully concluded. However, it may be concluded that the Company's affairs are fully would up before completion of the events listed above, if every member confirms in writing that they do not intend to make any such request or application.

Name of Company:	Soft Cell Computer Services Limited (In Liquidation)
Registered number:	01722251
Joint Liquidators' Contact Details:	03300563600
Joint Liquidators' IP Number:	Simon Barriball -11950 Helen Whitehouse -9680
Contact Details For The Joint Liquidators' Administrator:	Shailesh Patel – shailesh@mcalistenco.co.uk
Prescribed Date:	24 May 2018 [eight weeks after delivery (4 business days for 2 nd class) of the notice] or [if any request for information is made by the creditors or any application to the court is made with regard to remuneration and expenses, when that request or application is finally determined]

Dated: 23 March 2018

Signed

Simon Thomas Barriball, Joint Liquidator

Soft Cell Computer Services Limited ("the Company") Members' Voluntary Liquidation (MVL)

Registered number: 01722251

Joint Liquidators' Final Account for the Period 27 November 2015 to 23 March 2018

Helen Whitehouse and I, of McAlister & Co Insolvency Practitioners Limited, are the Joint Liquidators of the Company and this is our Final Account concerning the Liquidation of the Company.

Key highlights of this report

A summary of the key information contained within this report is as follows:

- Assets realised total £55,836.57 of which £5,358.20 was in respect of Corporation Tax Liability.
- Creditors' claims paid in full total £3,712.74
- Distributions in Specie to members total £9,203.97
- Cash distributions to members total £50,182.00
- On 27 November 2015 a resolution was passed by members that the liquidator be paid £2,500 plus VAT for their services in the winding up which were drawn. However, a reduction to £1,750 plus VAT was agreed with the shareholder and a refund issued to the liquidation in regards to settling the tax liability

Appendices

The following appendices are attached which should be read in conjunction with this report:

- Appendix 1 Statutory Information
- Appendix 2 Final Receipts and Payment Account (Receipts and Payments are shown net of VAT)
- Appendix 3 Summary of Joint Liquidators' Activities
- Appendix 4 Category 1 and 2 Disbursements

Joint Liquidators' Actions During The Period

During the Liquidation I have realised the following company assets:

Cash at Bank

The Declaration of Solvency estimated the sum of £78,704.84 was held in the Company's bank account. Following my appointment, a total sum of £50,474.99 was received.

Bank Interest

During the liquidation the sum of £3.38 has been received in interest.

Unsecured Creditors

HM Revenue & Customs were not identified as a Creditor on the Declaration of Solvency and a refund was actually expected in respect of other taxes. There was also Corporation Tax Liability outstanding before the Company entered Liquidation and the director had settled this liability prior to the liquidation. However, HM Revenue & Customs returned the funds to the Liquidators and they were distributed, in error, to the shareholders. HM Revenue & Customs subsequently lodged a claim for the Corporation Tax less the refund that was due. Funds were returned to the state by the shareholder to settle the outstanding liability of £3,712.74 and the capital distribution has been re-stated.

Directors Loan Account

At the date of the liquidation the director owed the Company £9,203.97. As the director is also the shareholder, therefore rather than collecting this debt it was distributed in specie back to the director/shareholder.

Total Assets

In total assets totalling £55,836.57 have been realised.

Receipts & Payments

As reported above I have reduced my fees from £2,500 to £1,750 plus VAT which resulted in £150 in VAT being over-recovered. The Liquidators have repaid this amount to HM Revenue & Customs from their office account.

Distributions to Members

Distributions have been made to members in the form of cash and by way of an assignment of assets, known as a distribution in specie. Details of the distributions to each shareholder are as follows:

Member and Shareholding		Cash Distribution (£)	Assets Distributed in Specie inc value (£)	Value of Distribution in Specie (£)	Total Value of Distribution (£)
M Caller	2	50,182.00			50,182.00
M Caller	2		Directors Loan Account	9,203.97	9,203.97
Total		50,182.00		9,203.97	59,385.97

Liquidators' Remuneration

Numerous activities have been undertaken by ourselves and our staff in dealing with the Liquidation. A number of tasks are generic to every Liquidation and a summarised list of these activities is attached in the Appendices for your information.

On 27 November 2015 a resolution was passed by members that the liquidator be paid £2,500 plus VAT for their services in the winding up which were drawn. However, a reduction to £1,750 plus VAT was agreed with the shareholder and a refund issued to the liquidation in regards to settling the tax liability.

Details of our remuneration are set out below. You may also find it useful to read "A Guide To Liquidators' Fees" which can be downloaded from the R3 website at <https://www.r3.org.uk/what-we-do/publications/professional/statements-of-insolvency-practice/e-and-w/sip-9-list>. Please ensure that you download the correct version for the date of appointment.

Alternatively, please contact our office and we will arrange for a hard copy to be sent to you if you would prefer.

Disbursements

A detailed explanation of category 1 and category 2 disbursements, together with the approved rates for category 2 disbursements, is set out in the Appendices.

Category 1 disbursements are those that paid by McAlister & Co Insolvency Practitioners Ltd but are directly attributable to a third party invoice. The category 1 disbursements incurred, paid and expected are set out in the table below.

Category 2 disbursements are those that are based upon an estimate or an internally set rate. The repayment of these disbursements would require a resolution however no Category 2 are expected in this matter

The use of professional advisors was necessary as either the task required a specialised skill set or it was economical to engage a third party. Advisors were chosen based upon their experience and abilities suitable for nature of the assignment.

The Joint Liquidators have incurred the following expenses throughout this period:

Expense	Paid in Liquidation Period (£)	Incurred Expenses yet to be paid (£)	Total Cost (£)
CATEGORY 1			
Search Fees	2.50	-	2.50
Advertising Costs	214.83	-	214.83
Bond	125.00	-	125.00
TOTAL	324.33	-	324.33

Members' Further Information

As a member if you require any further information with regard to any aspect of this report or our fees and expenses, please do not hesitate to contact us and we will do our best to assist you accordingly.


If you are not satisfied with our response, you have the right to request further information from us with regard to our remuneration and expenses, with either the permission of the court, or with a collective request from 5% of the total voting rights of all the members having the right to vote at general meetings of the company. This request must be made within 21 days of receipt of this report.

Further, members have the right to apply to court to challenge the amount of, or the basis of, our remuneration and expenses, with either the permission of the court or with a collective request from 10% of the total voting rights of all members have the right to vote at general meetings of the company. This application must be made within 8 weeks of receipt of this report.

Conclusion

Should you require any further information regarding the Liquidation or have any objection to our release as Joint Liquidators please contact this office and we will be happy to assist as appropriate.

In the event of no objections the Joint Liquidators' release will be granted at the final meeting and will be effective from the date we send the account of the final meeting to the Registrar of Companies. The company will be dissolved three months after registration of that account and the Company's books and records will be destroyed one year after dissolution



Simon Barriball, Joint Liquidator

23 March 2018

Soft Cell Computer Services Limited - Statutory Information**Company Details**

Company Name:	Soft Cell Computer Services Limited
Company Number:	01722251
Date of Incorporation:	11 May 1983
Principal Trading Activity:	Computer Software Programming Consultants
Current Registered Office:	10 St Helens Road, Swansea, SA1 4AW
Former Registered Office:	22 Hill Top, London NW11 6EE

Appointment Details

Joint Liquidators:	Simon Thomas Barriball and Helen Whitehouse
Address:	McAlister & Co Insolvency Practitioners Ltd, 10 St Helen's Road, Swansea, SA1 4AW
Date of Appointment:	27 November 2015
Appointment made by:	Members
Actions of Joint Liquidators:	Any act required or authorised under any enactment to be done by a Liquidator may be done by either or both of the Liquidators acting jointly or alone
Former Liquidator:	N/A

Soft Cell Computer Services Limited
(In Liquidation)

Summary of Receipts & Payments

RECEIPTS	Statement of Affairs (£)	From 27/11/2015 To 26/11/2017 (£)	From 27/11/2017 To 23/03/2018 (£)	Total (£)
Cash at Bank	78,704.84	50,474.99	0.00	50,474.99
Bank Interest Gross		3.18	0.20	3.38
HMRC Corporation Tax Refund		5,358.20	0.00	5,358.20
		55,836.37	0.20	55,836.57
PAYMENTS				
Specific Bond		125.00	0.00	125.00
Preparation of S. of A.	(2,500.00)	2,500.00	(750.00)	1,750.00
Liquidators Expenses	(500.00)	2.50	0.00	2.50
Statutory Advertising		214.83	0.00	214.83
H M Revenue & Customs		0.00	3,712.24	3,712.24
Ordinary Shareholders		52,349.46	(2,167.46)	50,182.00
		55,191.79	794.78	55,986.57
Net Receipts/(Payments)		644.58	(794.58)	(150.00)
MADE UP AS FOLLOWS				
Vat Receivable		568.47	(150.00)	418.47
Vat Control Account		(568.47)	0.00	(568.47)
		0.00	(150.00)	(150.00)

Appendix 3

Summary of Joint Liquidators' Activities

There are a number of activities that are generic to every Members' Voluntary Liquidation and a summarised list of these activities is detailed below.

Staff of different levels were involved in these activities dependent upon the level of experience required in order to keep costs to an appropriate level.

Administration

- Filing the relevant notices upon appointment
- Circulating notices to creditors, members, employees and other stakeholders advising of the appointment
- Regular case reviews
- Reviewing the circumstances of the case to determine the appropriate strategy

Realisation of assets

- Instruction of, and correspondence with, agents and lawyers with regarding to the valuation and disposal of assets
- Safeguarding assets
- Uplifting of company documents
- Obtaining adequate insurance
- Liaising with, and providing information to, potential purchasers of assets
- Registering relevant notices with Land Registry as appropriate
- Dealing with outstanding pre appointment HMRC returns

Creditors

- Maintaining a list of creditor claims
- Dealing with Retention of Title claims
- Advertising for claims
- Agreement of claims
- Issue of notice of intended dividend
- Payment of dividends

Cashiering

- Opening an appropriate bank account
- Obtaining a specific bond
- Monthly bank statement reconciliations
- Dealing with receipts into the account
- Dealing with payments out of the account
- Closing bank accounts
- Post appointment Corporation Tax returns
- Post appointment VAT returns

Category 1 and 2 Disbursements

Disbursements are categorised as either Category 1 or Category 2.

Category 1

Category 1 disbursements are clearly identifiable third party costs that are directly attributable to the case. Occasionally these disbursements are paid by McAlister & Co Insolvency Practitioners Limited and then recharged to the case, usually when there are insufficient funds within the case to pay the disbursement at the time it falls due. Specific approval from creditors is not required for Category 1 disbursements.

Typical examples of Category 1 disbursements are:

- Postage
- Advertising
- Insurance
- Travel costs
- External room hire
- Document storage

The current levels of Category 1 disbursements incurred and recovered by McAlister & Co Insolvency Practitioners Limited are as follows:

	Cost Incurred £	Cost Recovered £
Search Fees	2.50	2.50
Statutory Advertising	214.83	214.83
Bonding	125.00	125.00
Total	324.33	324.33

Category 2

Category 2 disbursements are estimated or shared costs which may include some internal recharges from McAlister & Co Insolvency Practitioners Limited. It is likely that it is not possible, or too costly, to calculate the exact cost and an estimate is therefore used. These disbursements can be paid from the case if the basis of the charge has been approved by creditors.

Typical examples of Category 2 disbursements are:

- Photocopying
- Internal room hire
- Stationery

No Category 2 disbursements have been recorded in this matter