

Return of Final Meeting in a Creditors' Voluntary Winding Up

S.106

Pursuant to Section 106 of the Insolvency Act 1986

To the Registrar of Companies

Company Number

03616009

Name of Company

Abacus Roofing Limited t/as Zanara Envelope Solutions

We

Keith Aleric Stevens
Wilkins Kennedy LLP
Gladstone House
77/79 High Street
Egham
Surrey
TW20 9HY

John Arthur Kirkpatrick
Wilkins Kennedy LLP
Gladstone House
77/79 High Street
Egham
Surrey
TW20 9HY

1 give notice that a general meeting of the company was duly summoned for 3 April 2013 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 no quorum was present at the meeting,

2 give notice that a meeting of the creditors of the company was duly held on 3 April 2013 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

The meeting was held at Gladstone House, 77/79 High Street, Egham, Surrey, TW20 9HY

The report covers the period from 13 July 2011 (commencement of winding up) to 3 April 2013 (close of winding up)

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

- That the Joint Liquidators' final report and receipts and payments account be approved
- That the Joint Liquidators receive their release

Signed



Date 3 April 2013

Presenter's name, address
and reference (if any)

Keith Aleric Stevens
Wilkins Kennedy LLP
Gladstone House
77-79 High Street
Egham
Surrey
TW20 9HY

COMPANIES HOUSE

FRIDAY



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05/04/2013

#286

COMPANIES HOUSE

**Abacus Roofing Limited t/as Zanara Envelope Solutions
In Liquidation
("the Company")**

**Final Progress Report to the Members and Creditors
Pursuant to Section 106 of the Insolvency Act 1986**

3 April 2013

Wilkins Kennedy LLP
Gladstone House
77-79 High Street
Egham
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1. INTRODUCTION

This is my final report on the conduct of the liquidation which was presented at the final meeting of members and creditors convened in accordance with Section 106 of the Insolvency Act 1986

There have been no material changes to the content of the report following the draft report that was issued on 31 January 2013

The purpose of this report is to detail my acts and dealings as Joint Liquidator and it should be read in conjunction with my previous correspondence to creditors

2. BACKGROUND

The members' and creditors' meetings were held on 13 July 2011, when my partner John Arthur Kirkpatrick and I were appointed Joint Liquidators of the Company

The Company's registration number is 03616009 and its current registered office is Gladstone House, 77-79 High Street, Egham, Surrey, TW20 9HY

The Company's former registered office was 3 Wellington Place, Bletchley, Milton Keynes, MK3 5NA This was also the former trading address

Please note that with effect from 1 May 2012, Wilkins Kennedy became Wilkins Kennedy LLP

3. RECEIPTS AND PAYMENTS ACCOUNT

I have enclosed at Appendix I a summary of my receipts and payments from the date of liquidation on 13 July 2011 to 3 April 2013

As at 3 April 2013 the balance in the account was nil This account was made non-interest bearing on 25 May 2012 for the purposes of finalising the liquidation and I confirm that it has been reconciled to the bank statements

Between the date of my draft final report and the final meetings of members and creditors, I received the final VAT refund of £3,755 51 and these monies were used to discharge the outstanding costs and disbursements of the liquidation

4. ASSET REALISATIONS

Fixtures and Fittings

Wyles Hardy & Co Limited, independent valuation agents, provided an estimated to realise value for the Company's furniture and equipment, for the purposes of the Statement of Affairs of £1,200 00

I am pleased to advise creditors that an amount of £1,918 28 was realised in respect of these assets

Motor Vehicles

Specifically Pledged

At the date of liquidation the Company possessed several motor vehicles which were subject to hire purchase agreements with ING Lease (UK) Limited

Wyles Hardy & Co Limited advised, that after deduction of the outstanding finance on each of the vehicles, there was no equity available for the benefit of the creditors and as such these vehicles were returned to ING Lease (UK) Limited under the terms of the hire purchase agreements

Not Specifically Pledged

In addition to those subject to hire purchase agreements, at the date of liquidation the Company owned several motor vehicles

Wyles Hardy & Co Limited provided an estimated to realise value for these vehicles of £5,800 00 but I am pleased to advise creditors that an amount of £6,150 00 plus VAT was received for these vehicles

Book Debts/Retentions

The Company's records showed outstanding retentions in the amount of £247,787 00 however, due to the number of disputes on the various accounts, Leslie Keats Chartered Surveyors advised that it was unlikely that the ledger would realise more than £16,000 00

On the 17 January 2013 I received confirmation from Leslie Keats Chartered Surveyors that there were no further balances capable of being realised

I am pleased to advise creditors that realisations totalling £25,724 69 were received in this matter

Rates Refund

An amount of £2,435 01 has been received in respect of overpayments of business rates

Sundry Refund

Various amounts totalling £673 30 have been received in respect of utility refunds

Bank Interest

Bank interest totalling £10 30 has been received on the funds held in the liquidation account

Other Assets

No other assets have come to my attention during the period of my administration of the liquidation and as such there will be no further realisations in this matter

Connected Party Transaction

The majority of the Company's fixtures and fittings and one of the Company's motor vehicles were sold to one of the shareholders and a former employee respectively

Where the assets of an insolvent company are sold to a connected party, under Statement of Insolvency Practice 13 I am required to provide creditors with additional information relating to the transaction. This disclosure was provided in my annual progress report to creditors dated 18 July 2012

5. EXPENDITURE

Pre Appointment Remuneration

At a meeting held on 30 June 2011 the board of directors authorised the payment of a fee of £5,000 00 plus VAT and disbursements for assisting in the preparation of the Statement of Affairs, producing and circulating the notices for the meetings of members and creditors and assisting the director in the period leading up to the members and creditors' meetings. This resolution was ratified by the creditors at the meeting held on 13 July 2011

This fee has been paid in full from the assets in the liquidation and is shown on the receipts and payments account enclosed at Appendix I, together with the following disbursements

	£
Room Hire	50 00
Postage	26 91
Stationery	17 25
Statutory Advertising	122 00
	<u>216 16</u>

Joint Liquidators' Remuneration

My remuneration was authorised by creditors at a meeting held on 13 July 2011 to be drawn on a time costs basis

My total time costs to 31 January 2013 amount to £19,593 00 representing 122 50 hours at an average chargeout rate of £159 94 per hour. Of this balance, £7,733 50 was incurred since the date of my last report to creditors, representing 48 25 hours at an average chargeout rate of £160 28

I have drawn £19,565 99 to date. The remaining balance has been written off

A description of the routine work undertaken in the liquidation is set out at Appendix II together with details of my firm's chargeout rates and disbursements policy for your information

A "Creditors Guide to Insolvency Practitioners' Fees" is available at the following internet link www.r3.org.uk/index.cfm?page=1591. A hard copy of this document is available on request

An unsecured creditor may, with the permission of the court or with the concurrence of 5% in value of the unsecured creditors (including the creditor in question), request further details of the joint liquidators' remuneration and expenses, within 21 days of receipt of the draft final report. Any secured creditor may request the same details in the same time limit

An unsecured creditor may, with permission of the court or with the concurrence of 10% in value of the unsecured creditors (including the creditor in question), apply to court to challenge the amount and/or basis of the joint liquidators' fees and the amount of any proposed expenses or expenses already incurred, within 8 weeks of receipt of the draft final report. Any secured creditor may make a similar application to court within the same time limit

Joint Liquidators' Expenses

I have incurred the following expenses in this matter following my appointment as Joint Liquidator

	£
Specific Bond Fee	80 00
Postage	136 96
Stationery	150 70
Mail Redirection	27 20
Storage	16 84
Statutory Advertising	131 00
IT Administration Fee	110 00
Room Hire	50 00
	<u>702 70</u>

The full balance of these expenses has been drawn from the assets in the liquidation

Professional Fees

The choice of professionals was based on my perception of their experience and ability to perform the type of work, the complexity and nature of the assignment and the basis of my fee arrangement with them. The fees charged have been reviewed and I am satisfied that they are reasonable in the circumstances of this case.

Accountancy Fees

Cameron & Associates Limited provided assistance in preparing accounting information for the purposes of the Statement of Affairs and an amount of £1,302.00 was paid to them in this respect.

The fee agreed was based on their time costs and this fee was approved at the meeting of creditors on 13 July 2011.

Agents/Valuers' Fees (Leslie Keats)

An amount of £5,704.42 has been paid to Leslie Keats Chartered Surveyors for their assistance in collecting the outstanding retentions due to the Company.

The fee arrangement was based on a percentage of realisations achieved together with their out of pocket expenses.

I would advise creditors that Leslie Keats Chartered Surveyors incurred costs significantly in excess of the fee charged and they have agreed to write this balance off.

Agents/Valuers' Fees (Wyles Hardy & Co)

As referred to above, Wyles Hardy & Co Limited undertook a valuation of the Company's assets and assisted the Joint Liquidators in selling these assets for the benefit of the creditors. An amount of £3,195.61 was paid to them in this respect.

The fee arrangement with Wyles Hardy & Co Limited was based on the time costs incurred in undertaking the work together with the expenses incurred.

Petitioners Costs

At the date of liquidation there was an outstanding winding up petition against the Company.

The petition was presented by Encon Insulation Limited in respect of their outstanding liability of £5,270.35; however, it was agreed that they would withdraw their petition providing their petition costs were settled as an expense of the liquidation.

The petitioners costs amounted to £1,097.50 and these were paid on 19 September 2011.

6 INVESTIGATION

I undertook an initial investigation into the Company's affairs to establish whether there were any potential asset recoveries or conduct matters that justified further investigation, taking account of the public interest, potential recoveries, the funds likely to be available to fund an investigation, and the costs involved. I considered in particular transactions which took place at the time of and immediately prior to the Company ceasing to trade.

There were no matters that justified further investigation in the circumstances of this appointment.

Within six months of my appointment, I was required to submit a confidential report to the Secretary of State to include any matters which have come to my attention during the course of my work which may

indicate that the conduct of any past or present director would make them unfit to be concerned with the management of the Company I confirm that my report has been submitted

7. CREDITORS' CLAIMS

Secured Creditor

There were no secured creditors in this matter

Preferential Creditors

The only known preferential creditors are the former employees of the Company for arrears of wages and holiday pay and the Redundancy Payments Office for any payments made to employees from the National Insurance Fund in this respect

The Statement of Affairs advised of preferential claims in this matter totalling £6,786 00

To date I have received claims totalling £7,481 24 however, these claims have not been reviewed and agreed since there are no funds available for distribution to this class of creditor

Unsecured Creditors

The Statement of Affairs advised of unsecured creditor claims totalling £476,007 00 which included shareholders' loans of £66,023 00

I have received claims of £360,860 77 in the liquidation

On 3 January 2013, as required by Rule 4 186 of the Insolvency Rules 1986 I notified creditors that there were insufficient funds in the liquidation to declare a dividend to any class of creditor

8. CONCLUSION

The draft final report was issued to members and creditors on 31 January 2013 for their consideration


In the period between issuing the final report and the final meetings, no queries regarding its content were received


Keith Aleric Stevens
Joint Liquidator

**Abacus Roofing Limited t/as Zanara Envelope Solutions - In Creditors Voluntary Liquidation
Joint Liquidators' Abstract of Receipts & Payments**

From 13 July 2012 To 3 April 2013

S of A £	As Previously Reported	13/07/12 to 03/04/13	Total £
RECEIPTS			
1,200 Fixtures & Fittings	NIL	NIL	NIL
5,800 Motor Vehicles	6,150 00	NIL	6,150 00
16,000 Book Debts/Retentions	18,132 87	7,591 82	25,724 69
NIL Bank Interest Gross	10 30	NIL	10 30
NIL Rates Refund	2,435 01	NIL	2,435 01
NIL Furniture & Equipment	1,918 28	NIL	1,918 28
NIL Sundry Refund	657 52	15 78	673 30
25,000	29,303 98	7,607 60	36,911 58
PAYMENTS			
Petitioners Costs	1,097 50	NIL	1,097 50
Statement of Affairs Fee	5,000 00	NIL	5,000 00
Joint Liquidators' Fees	11,138 50	8,427 49	19,565 99
Agents/Valuers Fees (Wyles Hardy & Co)	3,195 61	NIL	3,195 61
Storage Costs	9 26	7 58	16 84
Re-Direction of Mail	27 20	NIL	27 20
Statutory Advertising	183 00	70 00	253 00
Insurance of Assets	127 20	NIL	127 20
Meeting Room Cost	50 00	50 00	100 00
Accountancy Fees	1,302 00	NIL	1,302 00
Postage	104 91	58 96	163 87
IT Administration Fee	NIL	110 00	110 00
Stationery	161 25	6 70	167 95
Agents/Valuers Fees (Leslie Keats)	2,641 92	3,062 50	5,704 42
Specific Bond	30 00	50 00	80 00
	25,068 35	11,843 23	36,911 58
CASH IN HAND	4,235 63	(4,235 63)	NIL


Keith Aleric Stevens
Joint Liquidator

WILKINS KENNEDY LLP

Schedule of Joint Liquidators' remuneration and disbursements

for

Abacus Roofing Limited t/as Zanara Envelope Solutions

as at 3 April 2013

JOINT LIQUIDATORS' FEES

Classification Of work function	HOURS					Time Cost £	Average hourly rate £
	Partner	Manager	Other senior Professionals	Assistants & support staff	Total Hours		
Administration & planning	5 40	2 50	11 20	49 00	68 10	8,603 00	126 33
Investigations	1 20	-	5 70	-	6 90	1,284 00	186 09
Realisation of assets	0 40	-	2 60	-	3 00	551 00	183 67
Trading	-	-	-	-	-	-	-
Creditors	4 70	0 50	9 10	-	14 30	3,298 00	230 63
Statutory	2 40	-	10 30	-	12 70	2,917 00	229 69
Closure	1 00	1 00	8 00	7 50	17 50	2,940 00	168 00
Total hours	15 10	4 00	46 90	56 50	122 50	19,593 00	159 94
Total fees claimed (£)						(19,565 99)	

Wilkins Kennedy LLP Charge-Out Rates

1 February 2011 to 31 January 2012

£

Partners/Directors	375 00 – 430 00
Senior Managers/Managers	240 00 – 270 00
Administrators	125 00 – 195 00
Junior Administrators	85 00 – 100 00
Cashiers/Secretaries	75 00 – 90 00

1 February 2012 to Date

£

Partners/Directors	400 00 – 450 00
Senior Managers/Managers	270 00 – 300 00
Supervisors	205 00
Case Managers/Senior Administrators	195 00
Administrators/Investigators	100 00 – 145 00
Junior/Trainee Administrators	65 00 – 100 00
Cashiers/Secretaries	75 00 – 90 00

Explanation of officeholders time charging policy

In accordance with the provisions of Statement of Insolvency Practice 9 ("SIP 9"), the charge out rates detailed on the previous page are applicable to this appointment exclusive of VAT. Rates are normally reviewed on an annual basis and adjustments made accordingly where deemed appropriate.

Time is recorded in 6 minute units by each staff member working on the case. A description of the routine work undertaken which time will be recorded for is detailed as follows:

1 Administration and planning

- Preparing documentation and dealing with the formalities of appointment
- Statutory notifications and advertising
- Dealing with all routine correspondence
- Maintaining physical case files and electronic case details
- Reviewing the ongoing progression of case files
- Arranging the collection and storage of company records
- Ensuring an appropriate case bordereau is in place
- Case planning and administration
- Preparing reports to members and creditors
- Convening and holding meetings of members and creditors where appropriate

2 Investigations

- Review and storage of the Company's books and records
- Preparation of returns / reports pursuant to the Company's Directors Disqualification Act 1986
- Conduct investigations into any suspicious transactions
- Reviewing the books and records to identify any transactions or actions that the officeholder may take in order to recover funds for the benefit of creditors

3 Realisation of assets

- Identifying, securing and obtaining sufficient insurance in respect of company assets
- Dealing with any retention of title or other third party claims
- Debt collection functions
- Negotiating and completing property, business and asset sales

4 Trading

- Management of trading operations
- Maintaining and preparing accounting records for the period of trade
- Dealing with ongoing employee issues

5 Creditors

- Dealing with creditor correspondence and telephone conversations
- Maintaining creditor information and claims (including those submitted by secured creditors, employees and other preferential creditors)

Explanation of officeholder's disbursement recovery policy

SIP 9 also requires that the office holder provide a statement of the officeholder's policy in relation to the recharging of disbursements. SIP 9 defines disbursements as either Category 1 or Category 2 disbursements, further details of which are below

Category 1 disbursements will generally comprise external supplies of incidental services specifically identifiable to the case, typically for items such as identifiable telephone calls, postage, case advertising, invoiced travel and properly reimbursed expenses incurred by personnel in connection with the case. Also included will be services specific to the case where these cannot practically be provided internally such as printing, room hire and document storage

Category 2 disbursements will generally comprise costs which, whilst being in the nature of expenses or disbursements, include elements of shared or allocated costs

Charging and disbursement recovery policy

Category 1 disbursements are recoverable without approval, and will be recovered by the officeholder as they are incurred

Category 2 disbursements do require approval, and should be identified and subject to approval by those responsible for approving remuneration. SIP 9 provides that the officeholder may make a separate charge for expenses in this category, provided that

- such expenses are of an incidental nature and are directly incurred on the case, and there is a reasonable method of calculation and allocation, it will be persuasive evidence of reasonableness, if the resultant charge to creditors is in line with the cost of external provision, and
- the basis of the proposed charge is disclosed and is authorised by those responsible for approving his remuneration

Payments to outside parties in which the officeholder or his firm or any associate (as defined by Section 435 of the Insolvency Act 1986) has an interest should be treated as category 2 disbursements

The following items of expenditure are recharged on this basis and are believed to be in line with the cost of external provision

Stationery (circulars)	5 pence per sheet
Mileage	45 pence per mile
Room Hire	£50 per meeting