

The Insolvency Act 1986

Notice of move from administration to creditors' voluntary liquidation

2.34B

Name of Company Abilita Limited	Company number 05008691
In the Leeds County Court (full name of court)	Court case number 1281 of 2007

(a) Insert full
name(s) and
address(es) of
administrator(s)

We (a) Peter OHara
O'Hara & Co
Wesley House
Huddersfield Road
Birstall
Batley
West Yorkshire, WF17 9EJ

Simon Weir
O'Hara & Co
Wesley House
Huddersfield Road
Birstall
Batley
West Yorkshire, WF17 9EJ

(b) Insert name and
address of the
registered office of
company

having been appointed administrator(s) of (b) Abilita Limited
Wesley House, Huddersfield Road, Birstall, Batley, West Yorkshire, WF17 9EJ

(c) Insert date of
appointment

on (c) 2 November, 2007
by (d) Leeds County Court

(d) insert name of
appointor/applicant
(e) Insert name(s)
and address(es) of
liquidator(s)

hereby give notice that
the provisions of paragraph 83(1) of Schedule B1 to the Insolvency Act 1986 apply, and it is
proposed that (e) Peter O'Hara & Simon Weir of O'Hara & Co, Wesley house, Huddersfield Road,
Birstall, Batley, WF17 9EJ
will be the liquidator(s) of the company (IP No(s) 6371 & 9099)

We attach a copy of the final progress report

Signed

Joint / Administrator(s)

Dated

29.10.2008

29.10.2008

Contact Details:

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form

The contact information that you give will be visible to searchers of the public record

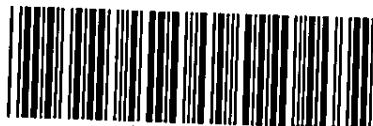
Peter OHara
O'Hara & Co
Wesley House
Huddersfield Road
Birstall
Batley
West Yorkshire, WF17 9EJ

DX Number

01924 477449
DX Exchange

When you have completed and signed this form, please send it to the
Registrar of Companies at -
Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff

FRIDAY



A25

31/10/2008

357

COMPANIES HOUSE

logy Limited, Glasgow, Scotland

Our Ref' POH/SW/ALD
Your Ref

29 October 2008

Please reply to Head Office

To the Creditors



COMPANIES HOUSE

Corporate Recovery & Insolvency Practitioners



Head Office

Wesley House

Huddersfield Road

Birstall

Batley

WF17 9EJ

Tel 01924 477449

Fax 01924 475262

Email insol@ohara.co.uk

www.oharaand.co.uk

Dear Sirs

ABILITA LIMITED – IN ADMINISTRATION

Pursuant to Section 83 of Schedule B1 of the Insolvency Act 1986, please find enclosed form 2 34B. The purpose of the notice which has been filed at the Registrar of Companies is to move the Company from Administration to Creditors' Voluntary Liquidation. Moving from Administration to Creditors' Voluntary Liquidation is appropriate in this case, as the Joint Administrators anticipate that there will be a distribution to the unsecured creditors of the Company in due course.

Also attached to this report is my up to date receipts and payments account and time costs summary in SIP 9 format.

Assets

As previously stated, we instructed Messrs Eddisons Chartered Surveyors to value the stock, furniture and equipment and following a mail shot to over 700 similar businesses, the highest offer obtained was in the sum of £9,000 plus VAT. This offer was received from a company known as Yellow Web Limited which has common Directors with Abilita Limited. The sale of the assets has been apportioned as follows:

	£
Stock	7000
Furniture and Equipment	2000

In addition book debts realised £333, cash at bank £22,621 and a telephone refund realised £730. All assets have now been realised, collected or written off.

Offices also at

1 Thorne Road

Doncaster

South Yorkshire

DN1 2HJ

Tel 01302 343477

Fax 01302 365403

28 Algha Road

Skegness

Lincolnshire

PE25 2AG

Tel 01754 899235

Fax 01754 610580

28b Swinigate

York

YO1 8AZ

Tel 01904 562562

Fax 01904 610555

PO Box 418

14a Bar Street

Scarborough

North Yorkshire

YO11 9AW

Tel 01723 862266

Fax 01723 500308



Creditors' Claims

I have received no preferential claims to date in the Administration and in addition I have agreed 11 non-preferential claims totalling £213,595. I anticipate that the Joint Liquidators will be in a position to make a first distribution to the non-preferential creditors within the next three months.


Administrators'/Liquidators' Remuneration

By way of remuneration, I have drawn £15,800 as reflected in the attached Receipts and Payments account. My post appointment time costs are reflected in the attached SIP 9 summary. I have obtained a resolution to draw my fees on a time cost basis.

I propose that the Joint Liquidators are remunerated on a time cost basis in the Liquidation and I enclose a notice convening a meeting seeking to approve that resolution, together with the payment of disbursements and various other resolutions. A proxy form for use at the meeting is attached, together with a "Creditors' Guide to Liquidator's Fees".

Should you require any further information, please do not hesitate to contact me.

Yours faithfully

A handwritten signature in black ink, appearing to be 'P O'Hara', written over a horizontal line.

P O'Hara
Joint Administrator

The Insolvency Act 1986

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2.34B

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Abilita Limited

Company number
05008691

In the Leeds County Court
(full name of court)

Court case number
1281 of 2007

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administrator(s)

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Peter OHara
O'Hara & Co
Wesley House
Huddersfield Road
Birstall
Batley
West Yorkshire, WF17 9EJ

DX Number

01924 477449
DX Exchange

Companies House receipt date barcode

When you have completed and signed this form, please send it to the
Registrar of Companies at -
Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff

Abilita Limited
(In Administration)

Joint Administrators' Abstract Of Receipts And Payments
To 29 October 2008

RECEIPTS	Total (£)
Furniture & Equipment	2,000 00
Stock	7,000 00
Book Debts	333 00
Telephone Refund	730 47
Cash at Bank	22,621 41
Cash in Hand	5,000 00
Bank Interest Gross	499 00
Bank Interest Net of Tax	24 58
Vat Payable	1,575 00
	<hr/>
	39,783 46
	<hr/>
PAYMENTS	
Specific Bond	50 00
Remuneration	15,800 00
Disbursements	1,018 66
Agents/Valuers Fees (1)	1,377 40
Legal Fees (1)	6,064 00
Tax Advice	200 00
Company Search Fee	10 00
Transfer to Liquidation a/c	10,609 57
Storage Costs	32 20
Statutory Advertising	338 23
Vat Receivable	4,283 40
	<hr/>
	39,783 46
Balances in Hand	0 00
	<hr/>
	39,783 46
	<hr/>

SIP 9 - Time & Cost Summary

Period 02/11/07 29/10/08

Time Summary

Hours						Time Cost (£)	Average hourly rate (£)
Classification of work function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours		
Administration & planning	29 33	4 17	0 00	51 83	85 34	10 754 38	126 03
Investigations	0 00	0 00	0 00	1 00	1 00	93 34	93 33
Realisations of assets	16 33	0 00	0 00	1 33	17 67	4,025 08	227 83
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Creditors	1 83	0 00	0 00	6 50	8 33	990 02	118 80
Case specific matters	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Hours	47 50	4 17	0 00	60 67	112 34	15 862 82	141 21
Total Fees Claimed						0 00	

Notice to Creditors of Meeting of Creditors

Abilita Limited

A meeting of creditors of the above-named company has been summoned by the

(a) Joint Administrator

(a) Delete as
applicable

(b) Insert relevant
section

(a) [at the request of a creditor, under section (b) of the Insolvency Act 1986 for the purpose of -

- 1 To approve Liquidator's remuneration on a time costs basis
- 2 To approve Liquidator's disbursements
- 3 To approve the appointment of Clarion Solicitors to assist in any legal matters which should arise
- 4 To approve the destruction of the Company's books and records 12 months after the dissolution of the Company

The meeting will be held as follows -

Date 19 December 2008

Time 10 00am

Place Wesley House, Huddersfield Road, Birstall, Batley, WF17 9EJ

(c) Insert date and
time by which proxy
is to be lodged which
should be not more
than 4 days before
the date fixed for the
meeting

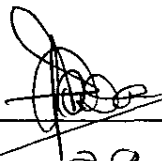
A proxy form is enclosed which must be lodged with me not later than

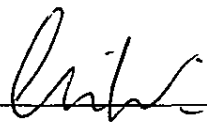
12 noon on 18 December 2008

to entitle you to vote by proxy at the meeting (a) [together with a completed proof of debt form if you have not already lodged one]

Dated

Signed


29.10.2008


29.10.2008

Joint Administrator
PETER OHARA
O'Hara & Co
Wesley House
Huddersfield Road
Birstall
Batley

PROXY (COMPANY, PARTNERSHIP OR INDIVIDUAL VOLUNTARY ARRANGEMENT)

Abilita Limited

Notes to help completion of
the form -

Please give full name and
address for communication

Name of Creditor _____

Address _____

Please insert name of
person (who must be 18 or
over) or the "chairman of the
meeting" (see note below) If
you wish to provide for
alternative proxy-holders in
the circumstances that your
first choice is unable to
attend please state the
name(s) of the
alternative(s) as well

Name of proxy-holder

1 _____

2 _____

3 _____

Please delete words in
brackets if the proxy-holder
is only to vote as directed, ie
he has no discretion

I appoint the above person to be my / the creditors' proxy-holder at the meeting
of creditors to be held on 19 December 2008 or at any further adjournment of
that meeting The proxy-holder is to propose or vote as instructed below (and in
respect of any resolution for which no specific instruction is given, may vote or
abstain at his / her discretion)

Voting instructions for resolutions

* Please delete as
appropriate

- | | | |
|---|---|---------------|
| 1 | To approve Liquidator's remuneration on a time cost basis | For / Against |
| 2 | To approve Liquidator's disbursements | For / Against |
| 3 | To approve the appointment of Clarion Solicitors to assist
in any legal matters which should arise | For / Against |
| 4 | To approve the destruction of the Company's books and
records 12 months after the dissolution of the Company | For / Against |

Any other resolutions which
the proxy-holder is to
propose or vote in favour of
or against should be set out
in numbered paragraphs in
the space provided below
paragraph 1 If more room is
required please use the other
side of this form

This form must be
signed

Signature _____ Date _____

Name in CAPITAL LETTERS _____

Only to be completed if the
creditor / member has not
signed in person

Position with creditor / member or relationship to creditor / member or other
authority for signature

Remember There may be resolutions on the other side of this form

A CREDITORS' GUIDE TO LIQUIDATORS' FEES ENGLAND AND WALES

1 INTRODUCTION

- 1 1 When a Company goes into Liquidation the costs of the proceedings are paid out of its assets. The creditors, who hope to recover some of their debts out of the assets, therefore have a direct interest in the level of costs, and in particular the remuneration of the Insolvency Practitioner appointed to act as Liquidator. The insolvency legislation recognises this interest by providing mechanisms for creditors to fix the basis of the Liquidator's fees. This guide is intended to help creditors be aware of their rights to approve and monitor fees and explains the basis on which fees are fixed.

2 LIQUIDATION PROCEDURE

- 2 1 Liquidation (or 'winding up') is the most common type of corporate insolvency procedure. Liquidation is the formal winding up of a Company's affairs entailing the realisation of its assets and the distribution of the proceeds in a prescribed order of priority. Liquidation may be either voluntary, when it is instituted by resolution of the shareholders, or compulsory, when it is instituted by order of the court.
- 2 2 Voluntary Liquidation is the more common of the two. An insolvent Liquidation is called a creditors' voluntary Liquidation (often abbreviated to 'CVL'). In this type of Liquidation an Insolvency Practitioner acts as Liquidator throughout and the creditors can vote on the appointment of the Liquidator at the first meeting of creditors.
- 2 3 In a compulsory Liquidation on the other hand, the function of Liquidator is, in most cases, initially performed not by an Insolvency Practitioner but by an official called the Official Receiver. The Official Receiver is an officer of the court and a member of The Insolvency Service, an executive agency within the Department of Trade and Industry. In most compulsory Liquidations, the Official Receiver becomes Liquidator immediately on the making of the winding-up order. Where there are significant assets an Insolvency Practitioner will usually be appointed to act as Liquidator in place of the official receiver, either at a meeting of creditors convened for the purpose or directly by the Secretary of State for Trade and Industry. Where an Insolvency Practitioner is not appointed the Official Receiver remains Liquidator. Official Receivers charge their fees on the basis of a statutory scale which is laid down by the Insolvency Regulations 1994.
- 2 4 Where a compulsory Liquidation follows immediately on an administration the court may appoint the former Administrator to act as Liquidator. In such cases the Official Receiver does not become Liquidator.

3 THE LIQUIDATION COMMITTEE

- 3 1 In a Liquidation (whether voluntary or compulsory) the creditors have the right to appoint a committee called the Liquidation Committee, with a minimum of 3 and a maximum of 5 members, to monitor the conduct of the Liquidation and approve the Liquidator's fees. The committee is usually established at the creditors' meeting which appoints the Liquidator, but in cases where a Liquidation follows immediately on an Administration any committee established for the purposes of the Administration will continue in being as the Liquidation Committee.
- 3 2 The Liquidator must call the first meeting within 3 months of its establishment (or his appointment if that is later), and subsequent meetings must be held either at specified dates agreed by the committee, or when requested by a member of the committee, or when the Liquidator decides he needs to hold one. The Liquidator is required to report to the committee at least every 6 months on the progress of the Liquidation, unless the committee directs otherwise. This provides an opportunity for the committee to monitor and discuss the progress of the insolvency and the level of the Liquidator's fees.

4 FIXING THE LIQUIDATOR'S FEES

- 4 1 The basis for fixing the Liquidator's remuneration is set out in Rule 4 127 of the Insolvency Rules 1986. The rule states that the remuneration shall be fixed either

- as a percentage of the value of the assets which are realised or distributed or both, or
- by reference to the time properly given by the Liquidator and his staff in attending to matters arising in the insolvency.

It is for the Liquidation Committee (if there is one) to determine on which of these bases the remuneration is to be fixed, and if it is to be fixed as a percentage, to fix the percentage to be applied. Rule 4 127 says that in arriving at its decision the committee shall have regard to the following matters:

- the complexity (or otherwise) of the case,
- any responsibility of an exceptional kind or degree which falls on the Liquidator in connection with the insolvency,
- the effectiveness with which the Liquidator appears to be carrying out, or to have carried out, his duties,
- the value and nature of the assets which the Liquidator has to deal with.

- 4 2 If there is no Liquidation Committee, or the committee does not make the requisite determination, the Liquidator's remuneration may be fixed by a resolution of a meeting of creditors. The creditors take account of the same matters as the committee would. A resolution specifying the terms on which the Liquidator is to be remunerated may be taken at the meeting which appoints the Liquidator. If the remuneration is not fixed in any of these ways, it will be in accordance with the scale laid down for Official Receivers.

5 WHAT INFORMATION SHOULD BE PROVIDED BY THE LIQUIDATOR?

- 5 1 When seeking agreement to his fees the Liquidator should provide sufficient supporting information to enable the committee or the creditors to form a judgement as to whether the proposed fee is reasonable having regard to all the circumstances of the case. The Liquidator should always make available an up to date receipts and payments account. Where the fee is to be charged on a time basis the Liquidator should be prepared to disclose the amount of time spent on the case and the charge-out value of time spent, together with such additional information as may reasonably be required having regard to the size and complexity of the case. Where the fee is charged on a percentage basis the Liquidator should provide details of any work which has been or is intended to be contracted out which would normally be undertaken directly by a Liquidator or his staff.
- 5 2 The payment of the Liquidator's expenses and disbursements is not subject to approval by the committee or the creditors. However, where a Liquidator makes, or proposes to make, a separate charge by way of expenses and disbursements to recover the cost of facilities provided by his own firm, he should disclose those charges to the committee or the creditors when seeking approval of his fees, together with an explanation of how those charges are made up and the basis on which they are arrived at.
- 5 3 Where a resolution fixing the basis of fees is passed at any creditors' meeting held before he has substantially completed his administration the Liquidator should immediately notify the creditors of the details of the resolution. When subsequently reporting to

creditors on the progress of the Liquidation, or submitting his final report, he should specify the amount of remuneration he has drawn in accordance with the resolution. Where the fee is based on time costs he also should provide details of the time spent and charge-out value to date and any material changes in the rates charged since the resolution was first passed. Where the fee is charge on a percentage basis the Liquidator should provide the details set out in paragraph 5.1 above regarding work which has been sub-contracted out.

5.4 Where the Liquidator realises an asset on behalf of a secured creditor and receives remuneration out of the proceeds (see paragraph 8.1 below), he should disclose the amount of that remuneration to the committee (if there is one), to any meeting of creditors convened for the purpose of determining his fees, and in any reports he sends to creditors.

6 WHAT IF A CREDITOR IS DISSATISFIED?

6.1 If a creditor believes that the Liquidator's remuneration is too high he may, if at least 25 per cent in value of the creditors (including himself) agree, apply to the court for an order that it be reduced. If the court does not dismiss the application (which it may if it considers that insufficient cause is shown) the applicant must give the Liquidator a copy of the application and supporting evidence at least 14 days before the hearing. Unless the court orders otherwise, the costs must be paid by the applicant and not out of the assets of the insolvent Company.

7 WHAT IF THE LIQUIDATOR IS DISSATISFIED?

7.1 If the Liquidator considers that the remuneration fixed by the committee is insufficient he may request that it be increased by resolution of the creditors. If he considers that the remuneration fixed by the committee or the creditors or in accordance with the Official Receiver's scale is insufficient, he may apply to the court for it to be increased. If he decides to apply to the court he must give at least 14 days notice to the members of the committee and the committee may nominate one or more of its members to appear or be represented at the court hearing. If there is no committee, the Liquidator's notice of his application must be sent to such of the creditors as the court may direct, and they may nominate one or more of their number to appear or be represented. The court may order the costs to be paid out of the assets.

8 OTHER MATTERS RELATING TO FEES

8.1 Where the Liquidator realises assets on behalf of a secured creditor he is entitled to be remunerated out of the proceeds of sale in accordance with the scale laid down for the Official Receivers. Usually, however, the Liquidator will agree the basis of his fee for dealing with charged assets with the secured creditor concerned. Where two (or more) joint Liquidators are appointed it is for them to agree between themselves how the remuneration payable should be apportioned. Any dispute arising between them may be referred to the court, the committee or a meeting of creditors. If the appointed Liquidator is a Solicitor and employs his own firm to act in the insolvency, profit costs may not be paid unless authorised by the committee, the creditors or the court.

8.2 There may also be occasions when creditors will agree to make funds available themselves to pay for the Liquidator to carry out tasks which cannot be paid for out of the assets, either because they are deficient or because it is uncertain whether the work undertaken will result in any benefit to creditors. Arrangements of this kind are sometimes made to fund litigation or investigations into the affairs of the insolvent Company. Any arrangements of this nature will be a matter for agreement between the Liquidator and the creditors concerned and will not be subject to the statutory rules relating to remuneration.

9 SUMMARY OF CHARGE OUT RATES AND DISBURSEMENT CHARGES WITH EFFECT FROM 1 MARCH 2007 (SUBJECT TO CHANGE)

Charge per hour
£

Partner	175 to 250
Manager	125
Other Senior Professional	125
Administrators	100
Support Staff	50 to 80

Disbursement Charges

- Mileage is recharged at 60p per mile

- Charges are made as follows

Postage

Normal Letters
1st class - £1.10
2nd class - £1.00
Airmail - £2.00

Other according to size & weight

Photocopying

Up to 20p per sheet

- Internal room hire is charged at £25 to £100 per meeting