Section 106

Return of Final Meeting in a Creditors' Voluntary Winding Up

Pursuant to Section 106 of the Insolvency Act 1986

To the Registrar of Companies

S.106

Company Number

05013273

Name of Company

The Merton Window Company Limited

1/We

Martin C Armstrong FCCA FABRP MIPA, Allen House, 1 Westmead Road, Sutton, Surrey, SM1 4LA

Note 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 29 January 2016 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 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.

2 give notice that a meeting of the creditors of the company was duly held on/summoned for 29 January 2016 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 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 Allen House, 1 Westmead Road, Sutton, Surrey SM1 4LA

The winding up covers the period from 20 April 2011 (opening of winding up) to the final meeting (close of winding up)

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

Signed

Martin C Armstrong FCCA FABRP MIPA

03 February 2016

Date

Turpin Barker Armstrong Allen House 1 Westmead Road Sutton Surrey

SM1 4LA

Ref XT125/AB/NLS/PO

MEURISDAY



A07

04/02/2016 COMPANIES HOUSE

#249

The Merton Window Company Limited (In Liquidation)

Liquidator's Abstract of Receipts & Payments From 20 April 2011 To 29 January 2016

£	£		S of A £
		HP ASSETS	•-
	NIL	Motor Vehicle	4,000 00
	NIL	Lombard Finance	(6,894 00)
NIL			,
		ASSET REALISATIONS	
	150 00	Tangible Assets	150 00
	7,500 00	Goodwill	7,500 00
	10,915.00	Settlement against Director	
18,615 27	50 27	Gross Bank Interest	
.0,0.0 =			
		COST OF REALISATIONS	
	550 00	Agents'/Valuers' Fees	
/C COE DO	6,075 00	Legal Fees	
(6,625 00)			
		COST OF ADMINISTRATION	
	78 80	Specific Bond	
	5,000 00	Preparation of S of A	
	18 00	Creditor Notification	
	225 37	Statutory Advertising	
	10 00	Corporation Tax	
	4 79	Bank Charges	
(11,990 27)	6,653 31	Liquidator's Remuneration	
,			
		PREFERENTIAL CREDITORS	
	NIL	Employees' Wage Arrears	(419 00)
NIL	NIL	Employees' Holiday Pay	(483 00)
		UNSECURED CREDITORS	
	NIL	Trade & Expense Creditors	35,809 00)
	NIL	Employees	(1,337 00)
	NIL	The Merton Window Company (Londo	31,390 00)
	NIL NIL	Director	(7,845 00)
	NIL	Natwest Bank plc HM Revenue & Customs - CIS	16,291 00)
	NIL	HM Revenue & Customs - Cts HM Revenue & Customs - CT	(7,965 00)
	NIL	HM Revenue & Customs - VAT	(1,972 00) (7,366 00)
NIL			
		DISTRIBUTIONS	
NIII	NIL_	Ordinary Shareholders	(2 00)
NIL			
0.00			106,123 00)
		REPRESENTED BY	
NIL			

Page 2 of 3 Note IPS SQL Ver 5 02

29 January 2016 10 24

The Merton Window Company Limited (In Liquidation) Liquidator's Abstract of Receipts & Payments From 20 April 2011 To 29 January 2016

SofA£

£

£

Martin C Armstrong FCCA FABRP MIPA

Liquidator



Allen House
1 Westmead Road
Sutton, Surrey SM1 4LA
Tel 020 8661 7878
Fax 020 8661 0598
E-mail tba@turpinba co uk
Internet www.turpinbainsolvency.co uk

To all known members and creditors

Ref NLS/PO/AB/MCA/XT125

29th January 2016

Dear Sirs

The Merton Window Company Limited ("the Company") - In Creditors' Voluntary Liquidation

I am now in a position to conclude the winding up of the affairs of the Company I have summoned final meetings of the Company's members and creditors to be held on 29th January 2016 Notices for these meetings are enclosed with this report

The purpose of these meetings is to present a copy of the enclosed report and for me to seek the release of myself as Liquidator of the Company. There is no requirement for members or creditors to attend the meetings, and no information other than that provided in this report will be made available at these meetings. Members and creditors are asked to complete the enclosed proxy form and return it to my office before 12.00 noon on the business day prior to the meetings if they wish to vote at the meeting but are not attending in person.

A dividend will not be declared to unsecured creditors as the funds realised have been used to make payments to meet the expenses of the Liquidation

FURTHER INFORMATION

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 Liquidator's remuneration and expenses within 21 days of receipt of this report. Any secured creditor may request the same details in the same time limit.

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





If creditors or members have any queries regarding this report, the holding of the final meetings, or the conduct of the liquidation in general, they should contact Natalie Stone on the above telephone number

Yours faithfully

Martin C Armstrong FCCA FABRP FIPA MBA Liquidator

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The Merton Window Company Limited – In Creditors' Voluntary Liquidation LIQUIDATOR'S FINAL REPORT TO CREDITORS AND MEMBERS

EXECUTIVE SUMMARY

The company had been formed on 12th January 2004 and had started trading shortly thereafter. The company has traded from leasehold premises at 53 Haydons Road, Wimbledon, SW19 until January 2006 and then from leasehold premises at Spur House, Milner Road, Wimbledon, SW19 until August 2008. Since that time the company has rented storage facilities at Dalton House, Windsor Avenue, Wimbledon, SW19, but the administration of the business has been carried out from the director's home in Amersham, Buckinghamshire on a rent-free basis.

The company carried out circa 90% of its work for domestic customers with the remaining 10% for commercial customers. The company had suffered as a consequence of the economic downturn with customers spending less money. Furthermore, the company had lost a number of jobs on price as a consequence of severe price competition. Accordingly, the company ceased trading on 19th April 2011 and I was appointed as Liquidator on 20th April 2011.

I have realised the company's assets and have received a total of £18,615 27 in this regard. However, insufficient assets were realised to allow a dividend to any class of creditor.

LIQUIDATOR'S ACTIONS SINCE APPOINTMENT

Since appointment I have carried out the following work

Assets Realisations

During the course of the liquidation, I realised the company's goodwill and tangible assets, which were sold to a connected company on the advice of independent and professional valuation agents, Messrs James Owen & Co. I also established that there was no equity in the encumbered motor vehicle owned by the company. During my investigations, I also established, what was believed to be a strong claim against the director, but I had been unable to reach a resolution with the company's former director regarding the consideration deemed payable and therefore had to instruct Messrs Howman & Co solicitors to provide me with advice in relation to this matter. My solicitors drafted a Witness Statement which I signed and agreed and this was subsequently presented to Court. A hearing took place on 30th October 2014 when my solicitors represented me. The former director attended the hearing and gave oral evidence regarding the outstanding issues which related to a total claim being made against him of £41,054.80, Mr McGearty, the company's former director was directed to pay the sum of £10,915 and this has been received.

Investigations

I also undertook an initial investigation into the affairs of the company to establish whether there were any potential asset recoveries or conduct matters that justified further investigation. I have prepared and



submitted my report to The Insolvency Service on the affairs of the company and undertaken all associated investigations. In addition, I investigated transactions from the company's bank account with a specific emphasis on any transactions with any connected parties, such as the directors / shareholders and connected companies. I specifically focused on a number of areas including company contracts, dividend payments, an overdrawn director's loan account and the potential misapplication of funds. However, I can confirm that I have now concluded my investigations and further information about my investigations can be found later in this report.

Creditors' Committee

At the outset of the liquidation, there was a Creditors' Committee appointed in this case and I have been in correspondence with them throughout the liquidation keeping them apprised of all details pertaining to the liquidation and my progress. I wrote a final report to them on 1st December 2014 advising that I proposed not to convene further meetings unless any member of the Committee requested me to do so and that the Committee would be dissolved at the time the Liquidation has been formally concluded

Annual Reporting

My staff and I have been required to report to creditors on an annual basis and I have prepared annual progress reports for the years-ending 19th April 2012 – 2015

Case Closure Formalities

I have been required to deal with various case closure formalities prior to issuing this report

General

In addition, myself and my staff have spent significant time dealing with creditor enquiries, general administration and statutory tasks during the Liquidation, including dealing with company employees

There is certain work that I am required by the insolvency legislation to undertake work in connection with the liquidation that provides no financial benefit for the creditors. A description of such routine work undertaken since my last progress report

1 Administration and Planning

- Dealing with all routine correspondence and emails relating to the case
- Maintaining and managing the office holder's estate bank account
- Maintaining and managing the office holder's cashbook
- Undertaking regular bank reconciliations of the bank account containing estate funds
- Reviewing the adequacy of the specific penalty bond on a quarterly basis
- Undertaking periodic reviews of the progress of the case
- Overseeing and controlling the work done on the case by case administrators
- Preparing, reviewing and issuing annual progress reports to creditors and members
- Filing returns at Companies House
- Preparing and filing VAT returns
- Preparing and filing Corporation Tax returns
- Seeking closure clearance from HMRC and other relevant parties
- Preparing, reviewing and issuing a final report to creditors and members
- Convening and holding final meetings of creditors and members



Filing final returns at Companies House

2 Creditors

- Dealing with creditor correspondence, emails and telephone conversations regarding their claims.
- Maintaining up to date creditor information on the case management system

RECEIPTS AND PAYMENTS ACCOUNT

My Receipts & Payments Account for the period from 20th April 2011 to 29th January 2016 is attached

ASSET REALISATIONS

Goodwill

The estimated statement of affairs showed the goodwill to be valued at £7,500. I have previously advised that £7,500 had been received in accordance with the initial desk top valuation which fell short of a subsequently revised valuation of £11,000 by £3,500. I advised at that time that it was unlikely that further realisations would be made in this regard and I can confirm that no further realisations have been received.

Encumbered Motor Vehicle

The vehicle was shown on the estimated statement of affairs to have a value of £4,000 however there was an outstanding balance due on the finance agreement with Lombard Finance of £6,894 I can confirm that there have been no realisations since the date of my appointment regarding this asset

Tangible Assets

The value of these assets shown on the estimated statement of affairs was £150 in accordance with a valuation undertaken by Messrs James Owen & Co No further realisations have been received during this period of reporting and I can confirm that total realisations since the date of my appointment total £150

Settlement against the Director

A further investigation into various transactions from the Company's bank statements which were revealed during the course of my initial investigations indicated there were areas of concern where funds should be repaid to the Company by the director. These are covered in more detail under the section headed "Investigations"

The director contested these amounts which necessitated solicitors becoming involved. I appointed Messrs Howman & Co to serve a letter of claim on Mr McGearty and, after the director appointed his own solicitors, my solicitors submitted a witness statement to Court on my behalf to progress matters. The total claim was for an amount of £41,054.80

Mr McGearty did not provide any evidence to substantiate his allegations that the amounts were not due but did however attend the Court Hearing The Judge was satisfied with Mr McGearty's oral evidence



and the Court ordered that the sum of £10,000 plus costs should be paid by the director. Whilst I had the option to appeal the decision Counsel acting on my behalf advised that the cost of an appeal would more than likely outweigh any return should the award be increased and for this reason an appeal was not progressed.

I agreed that the director could make staged payments and can confirm that the final payment was received on 26th March 2015. I have now received the full amount of £10,915 in this respect which concludes this matter.

Bank Interest

Since the date of my appointment I have received bank interest of £50 27

LIABILITIES

Secured Creditors

An examination of the Company's mortgage register held by the Registrar of Companies, showed that the Company has no current charges over its assets

The legislation requires that if the Company has created a floating charge after 15th September 2003, a prescribed part of the Company's net property (i.e. the money that would otherwise be available to the charge holder) should be ring-fenced for distribution to unsecured creditors. In this case there were no creditors secured by a floating charge such that the prescribed part provisions do not apply

Preferential Creditors

The statement of affairs anticipated £902 was owed to preferential creditors in respect of employees arrears of wages and holiday pay I can confirm that to date no claims have been submitted by the Redundancy Payments Office

Crown Creditors

The statement of affairs included £17,303 as being owed to HMRC detailed as follows

Liability	Period	Amount
CIS	June 2010 - February 2011	£ 7,965 00
Corporation Tax	31 December 2010	£ 1,972 00
VAT	April 2010 - March 2011	£ 7,366 00
	r	£17,303 00

HM Revenue & Customs' claim of £12,397 89 has been received which is broken down as follows



. , , , , ,	and	related	Period 2009/2010 - 2010/2011	Amount £ 8,632 50
penalty Corporation VAT Interest Ac			y/e 31/03/2010 March 2011 – June 2011 N/A	£ 1,972 11 £ 1,775 00 £ 18 28 £12 397 89

Non-Preferential Unsecured Creditors

Trade and Expense Creditors

The statement of affairs included 10 trade and expense creditors with an estimated total liability of £35,809 I have received claims totalling £45,327 77 I have not received a claim from one creditor with an original estimated claim in the statement of affairs of £2,894

Employees

Estimated employee claims in respect of redundancy pay and pay in lieu of notice were £1,337 I can confirm that at the date of this report I have not received any claims in this respect

Connected Company

The Merton Window Company (London) Limited were shown on the estimated statement of affairs as being owed £31,390. I confirm that I have received a claim for this amount

Director

John McGearty is shown as a creditor on the statement of affairs for a sum of £7,845 and I have received a claim in the sum of £7,845

NatWest Bank plc

The estimated statement of affairs showed NatWest Bank plc as being a creditor for £16,291 A claim has been received in the sum of £16,444 06

DIVIDENDS

A dividend will not be declared to non-preferential unsecured creditors as the funds realised have been used to make payments to meet the expenses of the Liquidation

INVESTIGATION INTO THE AFFAIRS OF THE COMPANY

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

As a result of my investigations, I set out the following areas which required further action



Company Contracts

Debtors of the Company totalling £9,900 advised that they had paid the Company the outstanding amounts. These payments could not be traced as having been received by the Company and it was believed that the payments may have been made to a connected party.

Dividend Payments

My investigations indicated that there may have been unlawful dividends paid to the value of £2,500

Overdrawn Director's Loan Account

After a reconciliation of the director's loan account it was calculated that the loan account was overdrawn by the sum of £4,723 80

Potential Misapplication of Company Monies

A review of the Company's bank statements revealed petty cash payments totalling £23,931, the majority of which related to entertaining. The director was requested to provide documentary evidence regarding these payments but this was not received.

The director disputed all the above matters but did not provide any documentary evidence to substantiate them. Due to the lack of response I instructed Messrs Howman & Co to act on my behalf. As mentioned in the "Assets" section of this report under "Settlement against the Director", the matter went to Court and an order passed on 30th October 2014 that Mr McGreaty should pay £10,000 plus costs which was for the outstanding director's loan account plus interest. For the remaining issues the Judge was satisfied with the explanation provided by the director. I confirm that I have received these funds, the final payment being received on 26th March 2015 and the matter is now completed.

Within six months of my appointment as Liquidator, I am 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 would confirm that my report has been submitted

PRE-APPOINTMENT REMUNERATION

The creditors previously authorised the payment of a fee of £5,000 plus VAT for my assistance with preparing the statement of affairs and convening and holding the meeting of creditors at a meeting held on 20th April 2011. The fee for preparing the statement of affairs and convening and holding the meeting of creditors was paid on 22nd December 2011 from first realisations and is shown in the enclosed receipts and payments account

LIQUIDATOR'S REMUNERATION

My remuneration was previously authorised by creditors at a meeting held on 20th April 2011 to be drawn on a time cost basis. My total time costs to 29th January 2016 amount to £39,503.00, representing 249.00 of hours work at an average charge out rate of £158.65 per hour, of which £5,292.50, representing 24.20 of



hours work, was charged in the period since 20th April 2015, at an average charge out rate of £218 70 per hour

I have drawn £6,653 31 to 29th January 2016, all of which was drawn in the period since 20th April 2015

A schedule of my time costs incurred to date and in the period since 20th April 2015 is attached

A copy of 'A Creditors Guide to Liquidators' Fees' published by the Association of Business Recovery Professionals, together with an explanatory note which shows Turpin Barker Armstrong's fee policy are available at the link http://www.turpinba.co.uk/services.insolvency/fees.htm Please note that there are different versions of the Guidance Notes and in this case you should refer to the October 2015 version. A hard copy of both documents can be obtained on request from the address below

LIQUIDATOR'S EXPENSES

I have incurred total expenses of £322 17 since my appointment as Liquidator, none of which was incurred in the period since 20th April 2015. These can be detailed as follows.

Type of Expense	Expenses incurred	Payment made
Specific Bond	78 80	78 80
Creditor Notification	18 00	18 00
Statutory Advertising	225 37	225 37

I have drawn £322 17 to date, none of which was drawn in the period since 20th April 2015

I have not incurred any category 2 disbursements in the period since my appointment as Liquidator

I have not used any agents or professional advisors in the reporting period

SUMMARY

The winding up of the Company is now for all practical purposes complete and I am able to summon final meetings of the Company's members and creditors to receive my final report and seek the release of myself as Liquidator of the Company

Creditors and members should note that if I obtain my release as Liquidator at the final meeting of creditors on 29th January 2016, my case files are placed in storage thereafter. If creditors or members have any queries they are asked to contact Natalie Stone on 0208 661 7878 before the meetings are held.

As Insolvency Practitioners, when carrying out all professional work relating to an insolvency appointment, I am bound by the Insolvency Code of Ethics, a copy of which can be found at http://www.insolvency-practitioners.org/luk/regulation-and-guidance/ethics-code We are also bound by the regulations of our



professional body, which can be found at http://www.accaglobal.com/uk/en/member/professional-standards/rules-standards/acca-rulebook.html

At Turpin Barker Armstrong we always strive to provide a professional and efficient service. However, we recognise that it is in the nature of insolvency proceedings for disputes to arise from time to time. As such, should you have any comments or complaints regarding the administration of this case then in the first instance you should contact me at the address given in this letter.

If you consider that I have not dealt with your comments or complaint appropriately you should then put details of your concerns in writing to our complaints officer James Patchett, Allen House, 1 Westmead Road, Sutton, Surrey, SM1 4LA. This will then formally invoke our complaints procedure and we will endeavour to deal with your complaint under the supervision of a senior partner unconnected with the appointment.

Most disputes can be resolved amicably either through the provision of further information or following negotiations. However, in the event that you have exhausted our complaints procedure and you are not satisfied that your complaint has been resolved or dealt with appropriately, you may complain to the regulatory body that licences the insolvency practitioner concerned. Any such complaints should be addressed to The Insolvency Service, IP Complaints, 3rd Floor, 1 City Walk, Leeds, LS11 9DA, and you can make a submission using an on-line form available at www gov uk/complain-about-insolvency-practitioner, or you can email insolvency enquiryline@insolvency gsi gov uk, or you may phone 0300 678 0015 - calls are charged at up to 12p per minute from a land line, or for mobiles, between 3p and 45p per minute if you're calling from the UK/\(\)

Martin C Armstrong FCCA FABRP FIPA MBA

Liquidator



The Merton Window Company Limited (In Liquidation) Liquidator's Abstract of Receipts & Payments

of Affairs		From 20/04/2011 To 29/01/2016	From 20/04/20° To 29/01/20°
	HP ASSETS		
4,000 00	Motor Vehicle	NIL	N
(6,894 00)	Lombard Finance	NIL	N
(-,,		NIL	N
	ASSET REALISATIONS		
150 00	Tangible Assets	150 00	150 (
7,500 00	Goodwill	7,500 00	7,500
7,000 00	Settlement against Director	10,915 00	10,915
	Gross Bank Interest	50 27	50
		18,615 27	18,615
	COST OF REALISATIONS		
	Agents/Valuers' Fees	550 00	550
	Legal Fees	6,075 00	6,075
	Legal 1 des	(6,625 00)	(6,625 (
	OCCT OF ADMINISTRATION		
	COST OF ADMINISTRATION Specific Bond	78 80	78
	Preparation of S of A	5,000 00	5,000
	Creditor Notification	18 00	18
	Statutory Advertising	225 37	225
	Corporation Tax	10 00	10
	Bank Charges	4 79	4
	Liquidator's Remuneration	6,653 31	6,653
	Elquidator 3 Normanoration	NIL	1
		(11,990 27)	(11,990 2
	PREFERENTIAL CREDITORS		
(419 00)	Employees' Wage Arrears	NIL	١
(413 00)	Employees' Holiday Pay	NIL NIL	,
(403 00)	Employees Holiday Fay	NIL	<u>_</u>
	LINES OF STREET		
(35,809 00)	UNSECURED CREDITORS Trade & Expense Creditors	NIL	1
(1,337 00)	Employees	NIL	, N
(31,390 00)	The Merton Window Company (Londo	NIL	,
(7,845 00)	Director	NIL	, I
(16,291 00)	Natwest Bank plc	NIL	!
(7,965 00)	HM Revenue & Customs - CIS	NIL	'n
(1,972 00)	HM Revenue & Customs - CT	NIL	İ
(7,366 00)	HM Revenue & Customs - VAT	NIL	i
(.,,		NIL	
	DISTRIBUTIONS		
(2 00)	Ordinary Shareholders	NIL	1
(2 00)	ordinary orial oriologic	NIL	 N
106,123.00)		0.00	0
	REPRESENTED BY		
	NET NEGENTED DI		

Note

It should be noted that all figures stated in the Receipts and Payments Account are detailed net of VAT

Martin C Armstrong FCCA FABRP MIPA

Liquidator

Page 2 of 2 IPS SQL Ver 2012 10 29 January 2016 10 45

Version 15-01-14

Time Entry - SIP9 Time & Cost Summary

XT125 - The Merton Window Company Limited All Post Appointment Project Codes From 20/04/2015 To 23/11/2015

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourty Rate (£)
Administration & Planning	0.80	0.30	3 00	8 60	12 70	2 924 50	230 28
Case Specific Matters	0 20	130	00 0	120	3 00	997	220 67
Creditors	0 10	0000	00 0	2 90	300	581 50	193 83
Investigations	000	000	000	000	000	00 0	80
Realisation of Assets	000	000	000	00 0	00 0	00 0	00 0
Trading	000	00 0	00 0	00 0	00 0	00 0	900
Total Hours	140	160	3 00	12 70	18 70	4,168 00	222 89
Total Fees Claimed						6 653 31	
Total Disbursements Claimed						00 0	

Version 15-01-14

Time Entry - SIP9 Time & Cost Summary

XT125 - The Merton Window Company Limited All Post Appointment Project Codes From 20/04/2011 To 23/11/2015

Classification of Work Function	Partner	Menager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Administration & Planning	7 30	11 70	6.20	54 50	07.67	15 056 00	188 91
Casa Specific Matters	180	180	000	19 20	22 80	3 515 00	154 17
Creditors	7 10	2 30	2 50	50.30	62 20	9,296 50	149 46
Investigations	5.60	1 60	0.20	4190	49 30	6 171 00	125 17
Realisation of Assets	190	2 50	000	24 50	28 90	4 256 00	147 27
Trading	00 0	00 0	00 0	0.30	0.30	24 00	80 00
Total Hours	23 70	19.90	06.8	180 70	243 20	38,318 50	157 56
Total Fees Claimed						6 653 31	
Total Disbursements Claimed						00 0	