

## 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

03073516

Name of Company

Temple Security Limited

✓ We

Carl Jackson, 14th Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX

Simon Campbell, 14th Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX

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 13 January 2017 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 13 January 2017 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

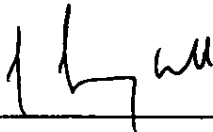
The meeting was held at 14 Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX

The winding up covers the period from 6 June 2016 (opening of winding up) to the final meeting (close of winding up)

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

There was no quorum present at the meeting and the liquidators are deemed to be released from office

Signed



Date 20 January 2017

Quantuma LLP  
14th Floor, Dukes Keep  
Marsh Lane  
Southampton  
SO14 3EX

Ref 6001269/CJ/SXC/RW/AAB

TUESDAY



A06 24/01/2017 #300  
COMPANIES HOUSE

**Temple Security Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**  
**From 6 June 2016 To 13 January 2017**

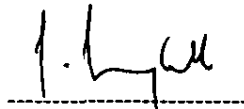
<b>S of A £</b>		<b>£</b>	<b>£</b>
	<b>ASSET REALISATIONS</b>		
97,196 00	Axis Security Services Limited	97,196 00	
NIL	Temple Security Contractors Limited	NIL	
NIL	VAT Refund	NIL	
			97,196 00
	<b>UNSECURED CREDITORS</b>		
(1,750,397 00)	Inter Company Creditors	97,196 00	
(8,573 40)	Atlas Cleaning Limited	NIL	
(2,000 00)	Corporation tax	NIL	
			(97,196 00)
	<b>DISTRIBUTIONS</b>		
(100,000 00)	Ordinary Shareholders	NIL	
			NIL
<b>(1,763,774.40)</b>			<b>NIL</b>
	<b>REPRESENTED BY</b>		
			<b>NIL</b>

**TEMPLE SECURITY LIMITED – IN CREDITORS' VOLUNTARY LIQUIDATION**

**DATE OF LIQUIDATION: 6 JUNE 2016**

**FINAL MEETING DATE: 13 JANUARY 2017**

Please find attached a copy of the final report as presented to the members and creditors of the above named company at the final meeting held on 13 January 2017

A handwritten signature in black ink, appearing to read 'S. Campbell', written over a horizontal dashed line.

**SIMON CAMPBELL**

**JOINT LIQUIDATOR**

*Licensed in the United Kingdom to act as an insolvency practitioner  
by the Insolvency Practitioners Association*

# **Temple Security Limited**

**(In Creditors' Voluntary Liquidation)**

**("the Company")**

## **THE JOINT LIQUIDATORS' FINAL REPORT**

**4 NOVEMBER 2016**

**This report has been prepared for the sole purpose of updating the members and creditors for information purposes. The report is private and confidential and may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by members and creditors for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.**

**Carl Jackson and Simon Campbell were appointed Joint Liquidators of Temple Security Limited on 06 June 2016.**

**Carl Jackson is licensed to act as an Insolvency Practitioner by the Institute of Chartered Accountants in England and Wales and Simon Campbell is licensed to act as an Insolvency Practitioner by the Insolvency Practitioners Association**

**Quantuma LLP**

**14th Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX**

**02380 336464**

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**Appendix 2     The Joint Liquidators' receipts and payments account as at the date of  
the final meeting of creditors 13 January 2017**

## **ABBREVIATIONS**

For the purpose of this report the following abbreviations shall be used.

<b>"the Act"</b>	<b>Insolvency Act 1986</b>
<b>"the Rules"</b>	<b>Insolvency Rules 1986</b>
<b>"the Joint Liquidators"</b>	<b>Carl Jackson and Simon Campbell of Quantuma LLP</b>
<b>"the Company"</b>	<b>Temple Security Limited (in Liquidation)</b>
<b>"SIP"</b>	<b>Statement of Insolvency Practice (England &amp; Wales)</b>
<b>"Review Period"</b>	<b>Period covered by the report from 6 June 2016 to 13 January 2017</b>

## **INTRODUCTION**

### **Introduction**

I am now in a position to take steps to close the Liquidation and in this regard present my draft final report on the progress of the liquidation to date to be presented at the final meeting of creditors. Formal notice of the meetings is enclosed.

This report has been prepared to provide member and creditors with an update on the progress of the Liquidation of the Company since our appointment as Joint Liquidators on 06 June 2016.

A schedule of statutory information in respect of the Company is attached at Appendix 1.

### **Details of the appointment of the Joint Liquidators**

Carl Jackson and Simon Campbell of Quantuma LLP were appointed Joint Liquidators of the Company on 06 June 2016.

The Joint Liquidators confirm that they are authorised to carry out all functions, duties and powers by either one or both of them.

## **THE PROGRESS OF THE LIQUIDATION**

### **ASSET REALISATIONS**

#### **Inter-Company Debtor – Axis Security Services Limited ("ASSL")**

The Company's records showed that the sum of £677,536 was due to the Company from a connected company, ASSL.

As part of the Axis Group funding facilities with Clydesdale Bank Plc ("Clydesdale") a number of related entities signed up to an Inter-Creditor agreement. This agreement provided Clydesdale with extra security to protect its lending. As a result the funds due to the Company have been paid by and distributed to Clydesdale under the terms of this agreement.

#### **VAT Refund**

The Company's accounting records showed that the sum of £11,000 was due representing a VAT refund. Unfortunately the Company did not have sufficient paperwork to submit a successful claim and therefore this has been written off as irrecoverable.

### **The Joint Liquidators' receipts and payments account**

Attached at Appendix 2 is a receipts and payments account covering the Review Period.

### **Administrative, Statutory & Regulatory Tasks**

The Joint Liquidators have met a considerable number of statutory and regulatory obligations. Whilst many of these tasks have not had a direct benefit in enhancing realisations for the insolvent estate, they have assisted in the efficient and compliant progressing of the Liquidation, which has ensured that the Joint Liquidators and their staff have carried out their work to high professional standards.

During the Review Period, primarily these tasks have included

- Informing all relevant persons of the commencement of the Liquidation, including filing statutory documents at Companies House and meeting statutory advertising requirements,

- Drafting and issuing the progress report to creditors,
- Consulting with and instructing staff and independent advisers as regards practical, technical and legal aspects of the case to ensure efficient progress,
- Maintaining electronic case files, which must include records to show and explain the Liquidation and any decisions made by the Joint Liquidators that materially affect the Liquidation,
- Monitoring and maintaining an adequate statutory bond,
- Conducting periodic case reviews to ensure that the Liquidation is progressing efficiently, effectively and in line with the statutory requirements,
- Maintaining and updating the estate cash book and bank accounts, including regular bank reconciliations and processing receipts and payments; and
- Completing periodic tax returns
- Preparing a report on the conduct of the directors as required by the Company Directors Disqualification Act

## **CREDITORS: CLAIMS AND DISTRIBUTIONS**

### **Secured creditors**

The Company had granted the following security

<b>Type of charge</b>	<b>Date created</b>	<b>Beneficiary</b>
Debenture	24/03/2009	Clydesdale Bank Plc

As advised above, Clydesdale Bank Plc also held the benefit of an inter-creditor deed entered into between various companies within the Axis Group.

### **Preferential creditors**

There are no preferential creditors in this matter

### **Prescribed Part**

Under Section 176A of the Insolvency Act 1986, where after 15 September 2003 a company has granted to a creditor a floating charge, a proportion of the net property of the company must be made available purely for the unsecured creditors. This equates to

- 50% of net property up to £10,000,
- Plus, 20% of net property in excess of £10,000
- Subject to a maximum of £600,000.

No funds have been distributed to Clydesdale under its floating charge and therefore the prescribed part provisions did not apply in this matter

### **Unsecured creditors**

Unsecured claims were estimated at £1,760,970 in the Director's Estimated Statement of Affairs. This sum was made up of claims from other companies in the Axis Group.

Notice of intended dividend was issued to creditors on 7 June 2016 and on 11 July 2016 a dividend totalling £97,196 was distributed to unsecured creditors representing a return of 5.55p in the £. As per the inter-creditor deed this was paid to Clydesdale.



## **OTHER MATTERS AND INFORMATION TO ASSIST CREDITORS**

### **Investigations**

As part of the Joint Liquidators' statutory duties, an investigation into the conduct of the Company Directors was completed. In this regard, a confidential report was submitted to The Insolvency Service on 5 September 2016.

### **SIP2 - Initial Assessment of Potential Recoveries**

As part of our duties as Joint Liquidators, we are obliged to review shortly after appointment all the information available to us and conduct an initial assessment of whether there are any matters which may lead to any recoveries for the benefit of creditors. This would typically include any potential claims which may be brought against parties either connected to or who have past dealings with the Company.

This review has been completed and we confirm that we did not identify any further assets or actions which would lead to a recovery for creditors.

### **EC Regulations**

Council Regulation (EU) No 1346/2000 applies and these are the main proceedings as defined in that regulation.

### **Further Information**

Please note that the Joint Liquidators are bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment. Further information can be viewed at the following link: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>

Additionally the Joint Liquidators are also bound by the regulations of their Licensing Bodies.

To comply with the Provision of Services Regulations, some general information about Quantuma LLP, including our complaints policy and Professional Indemnity Insurance, can be found at <http://www.quantuma.com/legal-information/>

Information about this insolvency process may be found on the R3 website here <http://www.creditorinsolvencyguide.co.uk/>

## **THE JOINT LIQUIDATORS' REMUNERATION AND EXPENSES**

A copy of 'A Creditors Guide to Liquidators' Fees' together with the firm's current schedule of charge-out rates and chargeable disbursements may be found at <https://www.quantuma.com/guide/creditors-guide-fees/>

A hard copy of both the Creditors' Guide and the firm's charge-out rate and disbursement policy may be obtained on request at no cost.

### **Pre-Appointment Costs**

A fixed fee of £3,000 plus VAT was agreed and paid by Seebeck 133 Limited. The third party who paid the fee is part of the Axis Group.

### **Joint Liquidators' Remuneration**

The Joint Liquidators were paid a fixed fee of £4,000 plus disbursements plus VAT by Seebeck 133 Limited

### **Creditors' right to request information**

Any secured creditor, or unsecured creditor with the support of at least 5% in value of the unsecured creditors or with permission of the Court, may request in writing the Joint Liquidators to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report.

### **Creditors' right to challenge remuneration and/or expenses**

Any secured creditor, or unsecured creditor with the support of at least 10% in value of the unsecured creditors or with permission of the Court, may apply to the Court for one or more orders, reducing the amount or the basis of remuneration which the Joint Liquidators are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within 8 weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of.

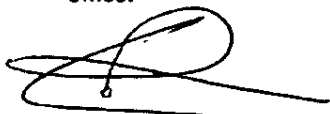
Please note that such challenges may not disturb remuneration or expenses disclosed in prior progress reports.

### **Future of the Liquidation**

All matters have been finalised and the Joint Liquidators are convening formal meetings of members and creditors to obtain their release.

The final meetings of creditors and members are purely formal and as such there is no requirement for you to attend, unless you wish to do so. However, I should be grateful if you would complete and return the enclosed form of proxy.

If you require any further information please do not hesitate to contact Alison Broeders of my office.



**Carl Jackson**  
**Joint Liquidator**

*Authorised to act as an Insolvency Practitioner in the United Kingdom by the ICAEW*

**Temple Security Limited  
(IN LIQUIDATION)****STATUTORY INFORMATION**

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Company Name	Temple Security Limited
Trading Address	82-84 Hampton Road West, Feltham, Middlesex, TW13 6DZ

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Proceedings	In Creditors' Voluntary Liquidation
Date of Appointment	06 June 2016
Joint Liquidators	Carl Jackson Simon Campbell Quantuma LLP 14th Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX
Registered office Address	c/o Quantuma LLP 14th Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX
Company Number	03073516
Incorporation Date	28/06/1995

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**Temple Security Limited  
(IN LIQUIDATION)**

**Appendix 2**

**THE JOINT LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT  
AS AT 13 JANUARY 2017**

**Temple Security Limited**  
**(In Liquidation)**  
**Joint Liquidators' Summary of Receipts & Payments**  
**To 13/01/2017**

<b>S of A £</b>		<b>£</b>	<b>£</b>
	<b>ASSET REALISATIONS</b>		
97,196 00	Axis Security Services Limited	97,196 00	
NIL	Temple Security Contractors Limited	NIL	
NIL	VAT Refund	NIL	
			97,196 00
	<b>UNSECURED CREDITORS</b>		
(1,750,397 00)	Inter Company Creditors	97,196 00	
(8,573 40)	Atlas Cleaning Limited	NIL	
(2,000 00)	Corporation tax	NIL	
			(97,196 00)
	<b>DISTRIBUTIONS</b>		
(100,000 00)	Ordinary Shareholders	NIL	
			NIL
<b>(1,763,774 40)</b>			<b>NIL</b>
	<b>REPRESENTED BY</b>		
			<b>NIL</b>

## Notice to Contributories of Meeting of Contributories

### Temple Security Limited

(a) Delete as  
applicable

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

(a) Joint Liquidators

(b) Insert relevant  
section

for the purpose of -

- receiving an account of how the winding-up has been conducted and the company's property disposed of,
- hearing any explanations that may be given by the Joint Liquidators,
- determining the release of the Joint Liquidators

The meeting will be held as follows -

Date 13 January 2017

Time 11 30am

Place 14<sup>th</sup> Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX

(c) Insert date and  
time by which proxy  
is to be lodged  
(12 00 hours on the  
business day before  
the date fixed for the  
meeting)

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

12 January 2017 at 12 noon

to entitle you to vote at the meeting

Dated

4 November 2016

Signed



Joint Liquidator  
CARL JACKSON  
Quantuma LLP  
14th Floor, Dukes Keep  
Marsh Lane  
Southampton  
SO14 3EX

**NOTE:** Insert any further details which by the nature of the meeting need to be stated

## Notice to Creditors of Meeting of Creditors

### Temple Security Limited

(a) Delete as  
applicable

A meeting of creditors of the above-named company has been summoned by (a)  
the Joint Liquidators

(b) Insert relevant  
section

for the purpose of -

- receiving an account of how the winding-up has been conducted and the  
company's property disposed of,
- hearing any explanations that may be given by the Joint Liquidators,
- determining the release of the Joint Liquidators

The meeting will be held as follows -

Date 13 January 2017

Time 11 45am

Place 14<sup>th</sup> Floor, Dukes Keep, Marsh Lane, Southampton, SO14 3EX

(c) Insert date and  
time by which proof  
& proxy is to be  
lodged (12 00 hours  
on the business day  
before the date fixed  
for the meeting)

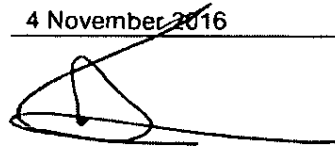
A proxy form is enclosed which must be lodged with me not later than

12 January 2016 at 12 noon

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 4 November 2016

Signed



Joint Liquidator  
CARL JACKSON  
Quantuma LLP  
14th Floor, Dukes Keep  
Marsh Lane  
Southampton  
SO14 3EX

**NOTE:** Insert any further details which by the nature of the meeting need to be  
stated

# Proxy (Members' or Creditors' Voluntary Winding Up)

**Temple Security Limited**

Name of Creditor/Member \_\_\_\_\_

Address \_\_\_\_\_

Name of Proxy Holder

1 \_\_\_\_\_

2 \_\_\_\_\_

3 \_\_\_\_\_

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 alternatives as well!

Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion

I appoint the above person to be my/the creditor's/member's proxy holder at the meeting of creditors/members to be held on 13 January 2017, or at any 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)

Please complete paragraph 1 if you wish to nominate or vote for a specific person as liquidator

## Voting Instructions for resolutions

- 1 To approve the joint liquidators' final report dated 4 November 2016 and their receipts and payments account

**FOR / AGAINST**

- 2 To approve the joint liquidators' release from office under section 173(2)(e) of the Insolvency Act 1986

**FOR / AGAINST**

Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion. 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 \_\_\_\_\_

**Please note that if you nominate the chairman of the meeting to be your proxy-holder he will either be a director of the company or the current liquidator. Remember there may be resolutions on the other side of this form**