

The Insolvency Act 1986

**Notice of move from
administration to dissolution**

Name of Company Ad-Air Group Plc	Company number 3828522
In the High Court of Justice, Chancery Division, Companies Court	Court case number 8718 of 2008

We Stephen Cork and Joanne Milner of Smith & Williamson Limited, 25 Moorgate, London, EC2R 6AY having been appointed administrators of Ad-Air Group Plc, 1 Conduit Street, London, W1S 2XA on 13 October 2008 by the directors, hereby give notice that the provisions of paragraph 84(1) of Schedule B1 to the Insolvency Act 1986 apply

We attach a copy of the final progress report

Signed 
Joint AdministratorDated 7/4/10**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.

Smith & Williamson Limited	
25 Moorgate, London	
EC2R 6AY	Tel - Peter Derbyshire 020 7131 4540
DX Number	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



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COMPANIES HOUSE

THURSDAY

JOINT ADMINISTRATORS' FINAL REPORT PURSUANT TO RULE
2.110

OF THE INSOLVENCY RULES 1986

AD-AIR GROUP PLC
AD-AIR GLOBAL LIMITED
AD-AIR UK LIMITED
(“THE COMPANIES”)
(ALL IN ADMINISTRATION)

7 April 2010

Smith & Williamson Limited

Prospect House
25 Moorgate
London EC2R 6AY

Tel +44 (0) 20 7131 4000
Fax +44 (0) 20 7131 4001

1. Introduction

You will recall that Stephen Cork and I were appointed Joint Administrators of the Companies pursuant to an out of court application made by the directors on 13 October 2008 ("the Administration")

As the Administration were not able to be completed within 12 months, the Administration was extended for a further 6 months as set out in my proposals, and in accordance with Paragraph 76(2)(b) of Schedule B1 of the *Insolvency Act 1986*

As previously advised, it is more beneficial for the Companies to be dissolved following the completion of the Administration, rather than convert to creditors' voluntary liquidations, as initially envisaged in the formal Administration proposals. This is due to there being no substantial matters which would require conversion to Liquidation

Subsequently, I advise that the Administration is to be finalised, with the Company to be dissolved and enclose my final report as required by Rules 2 47 and 2 110 of the *Insolvency Rules 1986*

2. Statutory Details

The statutory details of each of the Companies are as follows

Company name, including trading and former names	Ad-Air Group Plc
Company number	3828522
Registered office address	Prospect House 2 Athenaeum Road London N20 9YU
Court Details	High Court of Justice, Chancery Division, Companies Court
Court Number	8718 of 2008
Appointees	Stephen Cork & Joanne Milner Smith & Williamson Limited 25 Moorgate London EC2R 6AY
Appointor	Directors
Changes in office holder	Resignation – Timothy Whyte (original resignation prior to Administration)
Details of any extensions to initial period of appointment	Administration extended to 13 April 2010

Company name, including trading and former names	Ad-Air Global Limited
Company number	3828381
Registered office address	Prospect House 2 Athenaeum Road London N20 9YU
Court Details	High Court of Justice, Chancery Division, Companies Court
Court Number	8720 of 2008
Appointees	Stephen Cork & Joanne Milner Smith & Williamson Limited 25 Moorgate London EC2R 6AY
Appointor	Directors
Changes in office holder	None
Details of any extensions to initial period of appointment	Administration extended to 13 April 2010

Company name, including trading and former names	Ad-Air UK Limited
Company number	3828144
Registered office address	Prospect House 2 Athenaeum Road London N20 9YU
Court Details	High Court of Justice, Chancery Division, Companies Court
Court Number	8719 of 2008
Appointees	Stephen Cork & Joanne Milner Smith & Williamson Limited 25 Moorgate London EC2R 6AY
Appointor	Directors
Changes in office holder	None
Details of any extensions to initial period of appointment	Administration extended to 13 April 2010

3. Summary of Administrators' Proposals

I summarise below the proposals previously approved by creditors on 18 December 2008

- 1) The Joint Administrators will continue to manage the Company's affairs in accordance with the statutory purpose
- 2) The Joint Administrators' fees be fixed by reference to the time properly given by the Joint Administrators and their staff in attending to matters arising in the Administration, and the sale of the business assets for the benefit of the Administration, and that remuneration is to be drawn at the discretion of the Joint Administrators, as and when funds allow
- 3) The Joint Administrators consult with any duly appointed creditors' committee as to any proposed course of action or investigation into prior transactions. If no creditors' committee is formed then the Joint Administrators will take whatever actions are believed to be appropriate in the best interests of the Company's creditors
- 4) In the event that there are funds to distribute to non-preferential (unsecured) creditors, the Joint Administrators will seek for the Administration to be converted into creditors' voluntary liquidations at an appropriate time within the first 12 months in accordance with Paragraph 83 of Schedule B1. Creditors are advised that, pursuant to paragraph 83(7) of Schedule B1, in the absence of any alternate nominations, the Joint Administrators shall become the Liquidators for the purpose of winding up the affairs of the Company. Creditors are informed that they may nominate a different person as the proposed Liquidator, provided that the nomination is made after the receipt of these proposals and before these proposals are approved
- 5) The Joint Administrators' liability, in respect of any of actions as Joint Administrators, shall be discharged, in accordance with Paragraph 98 of Schedule B1, immediately upon the appointment ceasing to have effect
- 6) In the event that the Administrators deem it necessary, they will seek for the Administration to be extended by six months in accordance with Paragraph 76 of Schedule B1, to allow the Joint Administrators to attend to any remaining statutory tasks

These proposals were followed throughout the course of the Administration and we have now concluded our duties under the Administration

4. Receipts and Payments

Attached at Appendix I is a summary of the Administrators' receipts and payments for the Administration

Since the date of my last progress report, there have been no further recoveries achieved. The only payment made during this period was to cover the final costs of the Administration.

5. Creditors' Claims

Secured Creditor

Mr Michael Sofaer has a fixed and floating charge over the assets of the Companies. The directors have disclosed that the total value of the debt owing to Mr Sofaer across the Companies is £353,023. In our previous report, we stated that the effect of the charge across each of the Companies would need to be reviewed in the event that there are funds available for distribution. As it appears there will be no funds available, the Administrators have not undertaken this review.

Non-Preferential (Unsecured) Creditors

As insufficient funds were not available to enable to return to non-preferential (unsecured) creditors of the Companies I have not adjudicated upon creditors' claims.

The directors' Statement of Affairs disclosed total unsecured creditors across the Companies of £5,736,854.

6. Investigations

To date we have complied with our statutory obligations in respect of investigating the conduct of the directors. A final report in this regard was submitted to The Secretary of State for Trade and Industry in April 2009. The findings of our investigations are confidential between the Secretary of State for Trade and Industry and the Joint Administrators.

7. Administrators' Analysis of Time Costs

You will recall that creditors resolved that the Joint Administrators' fees be fixed by reference to the time properly spent by the Joint Administrators and their staff in attending to matters arising in the Administration.

Please find enclosed Appendix II to this report which is an analysis of that time, prepared in accordance with the requirements of Statement of Insolvency Practice 9 ("SIP 9").

To date, time costs have been incurred of 197.65 chargeable hours. Of this time, 8.65 hours were charged at director level, 136.30 hours were charged at the associate director / manager level, 31.40 hours were charged at the other senior professional level and 21.30 hours at general administrative level.

A total value of £49,015 25 has been expended on the Administration to date at an average rate of £247 99 per hour. To the date of this report, £42,851 43 of these fees have been drawn by the Joint Administrators

8. Conclusion

Being that there are no further matters/recoveries outstanding I now intend to have the Companies dissolved with no funds having been available to enable a return to unsecured creditors during the Administration process

Should any creditors have a query regarding the contents of this report or the Administration to date, please contact Mr Peter Derbyshire of this office



JE Milner
Joint Administrator

Directors acting as insolvency practitioners contract without personal liability

Stephen Cork is licensed to act as an insolvency practitioner by the Insolvency Practitioners Association

Joanne Milner is licensed to act as an insolvency practitioner by the Institute of Chartered Accountants of England & Wales

The business, affairs and property of the above Company are being managed by the Administrator who contracts as agent of the Company and without personal liability

**Ad-Air Group Plc
(In Administration)**

**Joint Administrators' Abstract Of Receipts And Payments
To 7 April 2010**

RECEIPTS	Total (£)
Commercial Records FCR	100 00
Intangible Assets FCR	200 00
Goodwill FCR	39,500 00
WIP FCR	100 00
Sale of Shares FCR	100 00
Bank Interest FCR	215 14
Furniture & Equipment FLT	10,000 00
Cash at Bank FLT	207 18
Bank Interest FLT	18 07
	50,440.39
 PAYMENTS	
Administrators' Fees FCR	31,637 64
Pre-Appointment Fees FCR	6,507 50
Ad-Air UK Ltd Liq Fees FCR	1,509 00
Ad-Air UK Ltd Bond FCR	20 00
Ad-Air UK Ltd Co Search FCR	1 00
Ad-Air Global Ltd Liq Fees FCR	519 00
Ad-Air Global Ltd Bond FCR	20 00
Ad-Air Global Ltd Co Search FCR	1 00
Specific Bond FLT	528 00
Administrators' Fees FLT	2,678 29
Administrators' Expenses FLT	14 88
Agents/Valuers Fees FLT	500 00
Legal Fees FLT	5,000.00
Legal Expenses FLT	70 00
Company Search FLT	6 00
Storage Costs FLT	112 14
Statutory Advertising FLT	1,315 94
	50,440.39
 Balances in Hand	 0.00

Appendix II

Ad-Air Group Plc, Ad-Air Global Limited and Ad-Air UK Limited
(all in Administration)

Breakdown of time spent by Smith & Williamson Limited
for the period 13 October 2008 to 7 April 2010

Classification of work function	Hours					Time cost £	Average hourly rate £
	Director	Associate Director/ Manager	Other Senior Professionals	Assistants & Support Staff	Total hours		
Administration & Planning	8 65	50 30	19 10	13 55	91 60	22,914 00	250 15
Investigations	0 00	12 50	0 00	0 00	12 50	3,125 00	250 00
Realisation of Assets	0 00	4 45	0 75	0 00	5 20	1,262 50	242 79
Creditors	0 00	51 55	9 30	4 75	65 60	15,206 25	231 80
Pre Appointment	0 00	17 50	2 25	3 00	22 75	6,507 50	286 04
Totals	8.65	136.30	31.40	21.30	197.65	49,015.25	247.99