

# Liquidator's Progress Report

# S.192

Pursuant to Sections 92A and 104A and 192  
of the Insolvency Act 1986

To the Registrar of Companies

Company Number

04256702

Name of Company

Quail (Swansgate) Limited

+/ We

Mark Newman, 4 Mount Ephraim Road, Tunbridge Wells, Kent, TN1 1EE

Vincent John Green, 4 Mount Ephraim Road, Tunbridge Wells, Kent, TN1 1EE

the liquidator(s) of the company attach a copy of my/our Progress Report  
under section 192 of the Insolvency Act 1986

The Progress Report covers the period from 25/04/2013 to 24/04/2014

Signed



Date

27 May 2014

CCW Recovery Solutions LLP  
4 Mount Ephraim Road  
Tunbridge Wells  
Kent  
TN1 1EE

Ref CON00002F/MNV/JG/CP/JW



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## **Quail (Swansgate) Limited (in Members' Voluntary Liquidation) ("the Company")**

### **Joint Liquidators' Annual Progress Report to Members for the year ending 24 April 2014**

**Statutory Information**

Company Name	Quail (Swansgate) Limited
Registered Number	04256702
Registered Office	4 Mount Ephraim Road, Tunbridge Wells, Kent, TN1 1EE
Former Registered Office	18th Floor, 33 Cavendish Square, London, W1G 0PW
Joint Liquidators	Mark Newman and Vincent John Green
Liquidators' Address	4 Mount Ephraim Road, Tunbridge Wells, Kent, TN1 1EE
Date of Appointment	25 April 2013

**Period of the Report**

This report covers the period from 25 April 2013, the date on which the liquidation of the Company commenced, to 24 April 2014

**Receipts and Payments Account**

A receipts and payments account for the period 25 April 2013 to 24 April 2014 is attached at Appendix I. We would provide additional comments as follows

The Company is one of seven dormant subsidiaries of Continental Shelf 225 Limited which were placed into Members Voluntary Liquidation in April 2013 as part of a re-organisation exercise to rationalise the Group structure. The only assets of the dormant subsidiaries were unpaid calls and amounts due from group undertakings in the accounts, representing unpaid share capital, which were to be distributed in specie under the shareholders instructions to Pentagon Limited, as part of the liquidation.

As shown on the receipts and payments account, there have been no receipts or payments in the first year of the liquidation.

The Company's only assets were unpaid calls of £10 shown in the Company's accounts, representing unpaid share capital, as shown in the Declaration of Solvency sworn on 25 April 2013.

By means of a Deed of Assignment dated 3 April 2014, the debt was assigned to Pentagon Limited, as a distribution in specie in the liquidation.

**Joint Liquidators' Fees and Expenses**

At the general meeting of members held on 25 April 2013, the following resolutions were passed in relation to the Joint Liquidators' fees and expenses:

"That the Joint Liquidators' remuneration shall be £3,600 plus VAT."

"That the Joint Liquidators will be reimbursed for their necessary disbursements plus VAT, to include but not limited to, legal fees, bond premium and statutory advertising."

Pentagon Retail Limited undertook to meet the Joint Liquidators' fees of £3,600 each for the liquidation of the Company and the other six dormant subsidiaries, together with expenses and VAT. The expenses incurred and invoiced to date covering all seven companies comprise the premium for the bond insolvency practitioners are required to hold of £140, statutory advertising costs of £761.40, swear fee for the Declarations of Solvency of £25 and travel costs of £34.40.

### **Conduct of the Liquidation**

A summary of the work undertaken in the Liquidation is as follows

- 1 **Work Carried Out in Advance of the Liquidation**
  - Drafting documents
  - Circulating paperwork
  - Emails between all the parties and the meeting of members
- 2 **Administration and Planning**
  - Preparing documentation required
  - Dealing with all routine correspondence
  - Maintaining physical case files and electronic case details on IPS
  - Case bordereau
- 3 **Statutory Matters**
  - Convening and holding meetings of members
  - Preparing the documentation and dealing with the formalities of appointment
  - Statutory notifications and advertising
  - Preparing reports to members and filing at Companies House
- 4 **Strategy/Case Review**
  - Case planning
  - Periodic case reviews
- 5 **HM Revenue & Customs**
  - Dealing with HM Revenue & Customs correspondence
- 6 **Realisation of Assets**
  - Dealing with the Deed of Assignment to effect a distribution in specie of assets

### **Outstanding Issues**

The only matter preventing the closure of the liquidations of the Company and six other dormant subsidiaries is receipt of tax clearance in each case from two separate offices of H M Revenue & Customs

Whilst this has not been received to date in the case of the Company, clearance is being actively sought and we hope to be in a position to convene the final meeting for closure of the liquidation shortly

### **Liabilities**

#### **Secured Creditors**

An examination of the Company's mortgage register held by the Registrar of Companies showed that there are no debentures outstanding

#### **Preferential Creditors**

The Declaration of Solvency showed that the Company had no preferential creditors and no such claims have been received from creditors of this class

#### **Crown Creditors**

There are no known Crown claims and none have been received

### **Unsecured Creditors**

There are no known unsecured creditors. As part of the liquidation procedure, the Joint Liquidators have advertised for claims, and none have been received.

### **Distribution in Specie**

As reported above, the Company's only assets were unpaid calls of £10 in the Company's accounts, representing unpaid share capital. By means of a Deed of Assignment dated 3 April 2014, the unpaid calls were assigned under the shareholders' instructions to Pentagon Limited, as a distribution in specie in the liquidation.

### **Further Information**

The liquidation is being carried out for an agreed sum of £3,600 plus disbursements and VAT, which has been paid by Pentagon Retail Limited.

Despite this, the legislation governing Members' Voluntary Liquidations requires a liquidator to make members aware of the following:

A member may, with the permission of the court or with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the Company, request further details of the Liquidator's remuneration and expenses, within 21 days of receipt of this report.

A member may, with the permission of the court or with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Company, 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.

### **Summary**

The liquidation will remain open until tax clearance is obtained. Once this has been received, a final progress report will be circulated prior to a final meeting being convened, at which the liquidation will come to an end.



**Mark Newman**  
**Joint Liquidator**

Dated 27 May 2014

Mark Newman and Vincent John Green are licensed to act as Insolvency Practitioners in the UK by the Insolvency Practitioners Association.

**Quail (Swansgate) Limited**  
**(in Members' Voluntary Liquidation)**

**Joint Liquidators' Abstract of Receipts and Payments**  
**from 25 April 2013 to 24 April 2014**

Amounts per  
Declaration of  
Solvency

**From 25/04/2013  
to 24/04/2014**

**Total**

**Receipts**

**(£)**

**(£)**

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**0.00**

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**0.00**

**Payments**

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**0.00**

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**0.00**

**Distribution in specie**

10

Unpaid Calls

10 00

10 00



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Mark Newman  
Joint Liquidator