

Section 94

Form 4.71

Return of Final Meeting in a
Members' Voluntary Winding Up

Pursuant to Section 94 of the
Insolvency Act 1986

To the Registrar of Companies

S.94

Company Number

04256702

Name of Company

Quail (Swansgate) Limited

I/We

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

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

Note: The copy account must be
authenticated by the written
signature(s) of the Liquidator(s)

give notice that a general meeting of the company was duly held-on/summoned for 31 October 2014 pursuant to section 94 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

The meeting was held at 4 Mount Ephraim Road, Tunbridge Wells, Kent TN1 1EE

The winding up covers the period from 25 April 2013 (opening of winding up) to 31 October 2014 the final meeting (close of winding up)

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

The meeting was inquorate and no resolutions could therefore be passed at this meeting. However, the Chairman noted that the member did not resolve against the Joint Liquidators having their release

Signed

Date 31 October 2014

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

Ref CON00002F/MN/VJG/CP/JW

WEDNESDAY



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05/11/2014

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COMPANIES HOUSE

CCW Recovery Solutions

CCW Recovery Solutions LLP
4 Mount Ephraim Road
Tunbridge Wells
Kent TN11 1EE, UK
Tel +44 (0)1892 700200
Fax +44 (0)1892 615142
www.croweclarkwhitehill.co.uk

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

Joint Liquidators' Final Report

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
Joint 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 31 October 2014

Progress of the Liquidation

At a meeting of the member of the Company held on 25 April 2013, the relevant resolutions were passed to place the Company into Members' Voluntary Liquidation and for the appointment of Mark Newman and Vincent John Green as Joint Liquidators

Following their appointment, in addition to the specific matters reported on below, the Joint Liquidators have carried out the statutory duties required of them

Despite the test of solvency required for the Company to pass into Members' Voluntary Liquidation, the conduct of the liquidation is governed by the Insolvency Act 1986. Section 94 of the Insolvency Act 1986 requires that a final general meeting of the member be held, which must be called by advertisement in the London Gazette specifying its time, place and object, and published at least one month before the meeting. Notice of the final meeting will be published in the London Gazette on 22 September 2014

The Joint Liquidators' final return in the statutory format has been sent to Companies House. Dissolution of the Company will follow automatically three months after the return is registered by Companies House

Receipts and Payments Account

Our receipts and payments account for the period 25 April 2013 to 31 October 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 accordance with the shareholder's instructions to Pentagon Limited, as part of the liquidation

As shown on the receipts and payments account, there have been no receipts or payments during the course 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 the member 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 £969 90, swear fees for the Declarations of Solvency of £25, postage of £0 70 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 the member
- 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 the member
 - Preparing the documentation and dealing with the formalities of appointment
 - Statutory notifications and advertising
 - Preparing reports to the member 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 Joint Liquidators have received tax clearance from HM Revenue & Customs and there are no outstanding issues

Liabilities

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

Secured Creditors

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

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

Shareholder Distribution

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 at the shareholder's instructions to Pentagon Limited, as a distribution in specie in the liquidation.

Summary

The winding up of the Company is now complete and at the meeting of the member held on 31 October 2014, the Chairman noted that the member did not resolve against the Joint Liquidators receiving their release.



Mark Newman
Joint Liquidator

Dated 31 October 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' Summary of Receipts and Payments

	Amounts per Declaration of Solvency	From 25/04/2013 to 24/04/2014	From 25/04/2014 To 31/10/2014	Total
Receipts		(£)		(£)
		0 00		0 00
Payments				
		0 00		0 00
Distribution in specie				
Unpaid Calls	10 00	10 00		10 00



Mark Newman
Joint Liquidator