

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

05342050

Name of Company

Benda Limited T/A Millenium Café

I / We

Nedim Ailyan, 142-148 Main Road, Sidcup, Kent, DA14 6NZ

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 31 December 2015 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 31 December 2015 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 142-148 Main Road, Sidcup, Kent, DA14 6NZ

The winding up covers the period from 2 April 2014 (opening of winding up) to the final meeting (close of winding up)

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

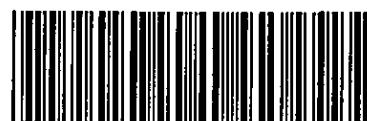
No quorum was present at either the members or creditors meetings and therefore it was noted that, in accordance with section 171(6),(b) of the Insolvency Act 1986, the Liquidator would be released from office on the filing of his return to the Registrar, pursuant to section 106(3)

Signed

Date 31 December 2015

Abbott Fielding Limited
142-148 Main Road
Sidcup
Kent
DA14 6NZ

Ref BEND001/NPA/CHM/LA



A05 22/01/2016 #234
COMPANIES HOUSE
A4100029
A08 08/01/2016 #181
COMPANIES HOUSE

**Benda Limited T/A Millenium Café
(In Liquidation)
Liquidator's Abstract of Receipts & Payments
From 2 April 2014 To 31 December 2015**

S of A £	£	£
		NIL
REPRESENTED BY		NIL

BENDA LIMITED T/A MILLENIUM CAFÉ- IN LIQUIDATION

LIQUIDATOR'S FINAL REPORT TO MEMBERS AND CREDITORS

I enclose for your information

- 1 A receipts and payments account for the period from 2 April 2014 to 31 December 2015 and for the period 2 April 2015 to 31 December 2015,
- 2 A summary of my firm's time costs from 2 April 2014 to 31 December 2015 A summary of my firm's time costs from 2 April 2015 to 31 December 2015 is also enclosed,
- 3 Details of my Firm's charge out rates and disbursement policy

STATUTORY INFORMATION

Company Name	Benda Limited T/A Millenium Café
Company Number	05342050
Court	In the High Court of Justice, Case No 2525 of 2014
Current Registered Office	142/148 Main Road, Sidcup, Kent, DA14 6NZ
Former Registered Office	24 Wilton Drive, Romford, Essex, RM5 3TJ
Trading address	196 High Street, Enfield, Middlesex, EN3 4EZ
Office Holder(s) / Numbers	Nedim Ailyan (9072)
Liquidator's Date of Appointment	2 April 2014

LIQUIDATOR'S ACTIONS SINCE LAST REPORT

Within the period covered by this report I have ensured that all my statutory requirements have been adhered to and all other duties in relation to the management of the case have been completed

As previously reported, the Company originally went into liquidation on 11 October 2012 and Michael Reeves of Free from Debts Limited ("the previous liquidator") was appointed liquidator on the same date Mr Reeves was released from office on 28 December 2013 at a final creditors' meeting held on 12 December 2013 and the Company was due to be dissolved on 3 April 2014

Prior to the dissolution, HM Revenue & Customs ("HMRC") made an application to Court on 28 March 2014 for me to be appointed as Liquidator in order to investigate the reasons for the failure of the Company and to review the conduct of its director

I was subsequently appointed liquidator of the Company by a Court Order pursuant to section 108(1) of the Insolvency Act 1986 on 2 April 2014. The dissolution of the Company was deferred until 2 October 2014.

As referred to in the director's Estimated Statement of Affairs ("ESoA") dated 10 October 2012, the Company has no assets. The previous liquidator's final report stated that the only assets realised was the contents of the Millenium Café which were sold pre-appointment and the proceeds were utilised to pay the previous liquidator's costs for assisting to place the Company into liquidation.

There were no other assets at the date of my appointment and to date I have not become aware of any other assets.

In order to assist me with my investigations, I instructed solicitors, Mills & Reeves LLP, who had liaised with the previous Liquidator to obtain information regarding the Company and obtain the Company's records.

In order that I was able to continue with my investigations, my solicitor made an application to Court on 3 September 2014 to further defer the Company's dissolution. The Court ordered that the dissolution of the Company be deferred until 2 October 2015.

My solicitors attempted to contact the director on several occasions in order to set up a meeting to discuss the Company's affairs, however, their letters were returned. From my solicitor's enquiries, it is speculated that the director may have returned to Turkey.

I subsequently contacted HMR&C to establish if they had an address for the director or any other information that would assist me. HMRC advised that they were unable to find any relevant information on the director. To date, it has proved impossible to locate the director. Unfortunately, due to the lack of information and on the basis that it is believed that the director may have relocated back to Turkey, I am unable to pursue my investigations further.

In view of the above, I have no option but to close my files and proceed with the closure of the Liquidation. In order that I was able to convene final meetings of members and creditors and give the sufficient notice of eight weeks to creditors of such meetings, my solicitors made an application to Court on 30 September 2015 to further defer the Company's dissolution. The Court ordered that the dissolution of the Company be deferred until 2 January 2016.

RECEIPTS AND PAYMENTS ACCOUNT

My receipts and payments account for the period from 2 April 2015 to 31 December 2015 is attached.

ASSETS

As mentioned above, the director's ESoA showed that the Company has no assets. The previous liquidator's final report stated the only assets was the contents of the Millenium Café which were sold pre-appointment and the proceeds were utilised to pay the previous liquidator's costs for assisting to place the Company into liquidation.

There were no other assets at the date of my appointment and to date I have not become aware of any other assets. As mentioned above, I have been unable to locate the director to obtain any further information to assist me with my enquiries.

CREDITOR CLAIMS & DIVIDEND PROSPECTS

Secured Creditors

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

Prescribed Part

The provisions of section 176A of the Insolvency Act 1986 require a liquidator to set aside a percentage of a company's assets for the benefit of the unsecured creditors in cases where the Company gave a 'qualifying floating charge' over its assets to a lender on or after 15 September 2003. This is known as the 'prescribed part of the net property'. A company's net property is that left after paying any preferential creditors, but before paying the lender who holds a floating charge. A liquidator is required to set aside

- 50% of the first £10,000 of the net property, and
- 20% of the remaining net property, up to a maximum of £600,000

The Company does not have any qualifying floating charges and therefore the prescribed part does not apply in this case.

Unsecured Creditors

Unsecured creditors' claims in the director's ESoA totalled £21,125 of which £19,340 was attributable to HM Revenue & Customs. To date, I have not yet received any claims from creditors.

A dividend will not be declared to non-preferential unsecured creditors as no assets were realised.

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.

Although I identified matters that justified further investigation, I have insufficient information to continue with my investigations. As mentioned above, I am unable to locate the director in order to obtain further information to assist me with my enquiries and I am therefore closing my files in this regard.

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 him unfit to be concerned with the management of the company. I would confirm that my report has been submitted.

PRE-APPOINTMENT REMUNERATION

My pre-appointment costs of £44 relate to dealing with the submission of my consent to act in relation to my appointment

I did not hold a meeting of creditors to agree my pre-appointment costs, as there were no asset recoveries. Accordingly, my pre-appointment costs remain unpaid

LIQUIDATOR'S REMUNERATION

My total costs to 31 December 2015 amount to £4,879 representing 21 40 hours at an average charge out rate of £227 99 per hour, of which £2,829, representing 12 30 hours work has been incurred in the period since 2 April 2015 at an average charge rate of £230 00 per hour

I did not hold a meeting of creditors to agree my costs, as there were no asset recoveries

I have not been able to draw any remuneration in this matter

Schedules of my time costs incurred are attached

A description of the routine work undertaken since my appointment as last progress report is as follows

- 1 Administration and Planning
 - Preparing documentation required
 - Dealing with all routine correspondence
 - Maintaining physical case files and electronic case details on IPS
 - Review and storage
 - Case bordereau
 - Case planning and administration
 - Preparing reports to members and creditors
 - Convening and holding meetings of members and creditors
- 2 Cashiering
 - Maintaining and managing the liquidator's cashbook and bank account
 - Ensuring statutory lodgements and tax lodgement obligations are met
- 3 Creditors
 - Dealing with creditor correspondence and telephone conversations
 - Preparing reports to creditors
 - Maintaining creditor information on IPS
 - Reviewing and adjudicating on proofs of debt received from creditors
- 4 Investigations
 - Review and storage of books and records
 - Conduct investigations into suspicious transactions
 - Review books and records to identify any transactions or actions a liquidator may take against a third party in order to recover funds for the benefit of creditors
 - Liaising with my solicitors and HM Revenue & Customs in order to try and locate the director

A copy of creditors' guide to liquidators' fees can be obtained from Abbott Fielding or from our website at <http://www.abbottfielding.co.uk>

LIQUIDATOR'S EXPENSES

I have incurred total expenses of £145 19 since my appointment as Liquidator of which £103 19 was incurred in the period since 2 April 2015

I have not been able to draw any expenses in this matter

I have incurred the following Category 1 Disbursements since my appointment as liquidator

Type of expense	This Period		Cumulatively	
	Incurred	Paid	Incurred	Paid
Statutory Advertising	84 60		84 60	
Bond and Insurance			36 00	
Searches			6 00	
Postage	18 59		18 59	
Total	103.19	Nil	145.19	Nil

Solicitors

My solicitors, Mills & Reeve LLP have incurred fees and disbursements of £6,841 32 plus VAT. Due to insufficient funds, no payment has been made against these costs. Their fees relate to the time spent in dealing with the filing of paperwork regarding my appointment, the applications to Court for deferment of the Company's dissolution and assisting with my investigations into the Company's affairs. The fees charged have been based on a time cost basis.

Mills & Reeves LLP have also incurred fees of approximately £1,000 and disbursements of £500 which relate to the latest Court Application to defer the dissolution of the Company. These costs plus the costs of £1,563 which relate to the previous deferment, which are included in the £6,841 32 above, will be met by Abbott Fielding Limited.

The choice of professionals was based on my perception of their experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of my fee arrangement with them. The fees charged have been reviewed and I am satisfied that they are reasonable in the circumstances of this case.

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.

SUMMARY

The winding up of the Company is now for all practical purposes complete and my final meetings of the Company's members and creditors were held on 31 December 2015

Creditors and members should note that my release as Liquidator was obtained at the final meeting of creditors on 31 December 2015, my case files are placed in storage thereafter

I am also required to submit a final return on the winding up to the Registrar of Companies and subsequently the Company will then be dissolved. I am authorised by Regulation 16(2) of the Insolvency Regulations 1994 to destroy, or otherwise dispose of, the company's books, papers and other records at any time after the expiration of a period of 12 months from the date of dissolution

Should you have any queries regarding this matter please do not hesitate to contact Lucy Azzopardi who is dealing with this matter on my behalf

Yours faithfully

Nedim Ailyan
Liquidator

Nedim Ailyan is licensed in the United Kingdom to act as an insolvency practitioner by the The Insolvency Practitioners Association

**Benda Limited T/A Millenium Café
(In Liquidation)**

LIQUIDATOR'S RECEIPTS AND PAYMENTS ACCOUNT

	Statement of affairs £	From 02/04/2015 To 31/12/2015 £	From 02/04/2014 To 31/12/2015 £
RECEIPTS			
		<u>0 00</u>	<u>0 00</u>
PAYMENTS			
		<u>0 00</u>	<u>0 00</u>
Net Receipts/(Payments)		<u>0 00</u>	<u>0 00</u>
MADE UP AS FOLLOWS			
		<u>0 00</u>	<u>0 00</u>

SIP 9 - Time & Cost Summary

Period 02/04/14 31/12/15

Time Summary

Hours						Time Cost (£)	Average hourly rate (£)
Classification of work function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours		
Administration & planning	0 00	0 00	0 00	14 80	14 80	3 371 00	227 77
Investigations	0 40	0 00	0 00	6 20	6 60	1,508 00	228 48
Realisations of assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Creditors	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Case specific matters	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Hours	0 40	0 00	0 00	21 00	21 40	4 879 00	227 99
Total Fees Claimed						0 00	

SIP 9 - Time & Cost Summary

Period 02/04/15 31/12/15

Time Summary

Hours						Time Cost (£)	Average hourly rate (£)
Classification of work function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours		
Administration & planning	0 00	0 00	0 00	11 50	11 50	2 645 00	230 00
Investigations	0 00	0 00	0 00	0 80	0 80	184 00	230 00
Realisations of assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Creditors	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Case specific matters	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Hours	0 00	0 00	0 00	12 30	12 30	2 829 00	230 00
Total Fees Claimed						0 00	

PRACTICE FEE RECOVERY POLICY FOR ABBOTT FIELDING

Introduction

The insolvency legislation was changed in October 2015, with one or two exceptions, for insolvency appointments made from that time. This sheet explains how we intend to apply the alternative fee bases allowed by the legislation when acting as office holder in insolvency appointments. The legislation allows different fee bases to be used for different tasks within the same appointment. The fee basis, or combination of bases, set for a particular appointment is/are subject to approval, generally by a committee if one is appointed by the creditors, failing which the creditors in general meeting, or the Court.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of guides issued with Statement of Insolvency Practice 9 (SIP 9) and can be accessed at <http://www.abbottfielding.co.uk/information-for-creditors/>. Alternatively a hard copy may be requested from Abbott Fielding. Please note, however, that the guides have not yet been updated for the revised legislation, so we have provided further details in this policy document.

Once the basis of the office holder's remuneration has been approved, a periodic report will be provided to any committee and also to each creditor. The report will provide a breakdown of the remuneration drawn. If approval has been obtained for remuneration on a time costs basis, i.e. by reference to time properly spent by members of staff of the practice at our standard charge out rates, the time incurred will also be disclosed, whether drawn or not, together with the average, or "blended" rates of such costs. Under the legislation, any such report must disclose how creditors can seek further information and challenge the basis on which the fees are calculated and the level of fees drawn in the period of the report. Once the time to challenge the office holder's remuneration for the period reported on has elapsed, then that remuneration cannot subsequently be challenged.

Under some old legislation, which still applies for insolvency appointments commenced before 6 April 2010, there is no equivalent mechanism for fees to be challenged.

Time cost basis

When charging fees on a time costs basis we use charge out rates appropriate to the skills and experience of a member of staff and the work that they perform. This is combined with the amount of time that they work on each case, recorded in 6 minute units with supporting narrative to explain the work undertaken.

Chargeout Rates

Grade of staff	Current charge-out rate per hour, effective from 1 February 2015 £	Previous charge-out rate per hour, effective from 1 January 2014 £
Partner – appointment taker	345-500	335
Managers	260-350	250-285
Administrators	230-260	220
Support Staff	170-200	160

These charge-out rates charged are reviewed on an annual basis and are adjusted to take account of inflation and the firm's overheads.

Time spent on casework is recorded directly to the relevant case using a computerised time recording system and the nature of the work undertaken is recorded at that time. The work is generally recorded under the following categories:

- Administration and Planning
- Investigations
- Realisation of Assets
- Creditors
- Trading
- Case specific matters

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In cases where we were appointed prior to 1 October 2015, most of our fees were recovered on a time costs basis and appropriate authority was obtained from the creditors or the committee as set down in the legislation. The legislation changed on 1 October 2015 and on new appointments we now only seek time costs for the following categories

- Investigations
- Trading

When we seek time costs approval we have to set out a fees estimate. That estimate acts as a cap on our time costs so that we cannot draw fees of more than the estimated time costs without further approval from those who approved our fees. When seeking approval for our fees, we will disclose the work that we intend to undertake, the hourly rates we intend to charge for each part of the work, and the time that we think each part of the work will take. We will summarise that information in an average or "blended" rate for all of the work being carried out within the estimate. We will also say whether we anticipate needing to seek approval to exceed the estimate and, if so, the reasons that we think that may be necessary.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If we subsequently need to seek authority to draw fees in excess of the estimate, we will say why we have exceeded, or are likely to exceed the estimate, any additional work undertaken, or proposed to be undertaken, the hourly rates proposed for each part of the work, and the time that the additional work is expected to take. As with the original estimate, we will say whether we anticipate needing further approval and, if so, why we think it may be necessary to seek further approval.

Percentage basis

The legislation allows fees to be charged on a percentage of the value of the property with which the office holder has to deal (realisations and/or distributions). Different percentages can be used for different assets or types of assets. In cases where we were appointed prior to 1 October 2015, most of our fees were recovered on a time costs basis and appropriate authority was obtained from the creditors or the committee as set down in the legislation. The legislation changed on 1 October 2015 and we now seek remuneration on a percentage basis more often.

A report accompanying any fee request will set out the potential assets in the case, the remuneration percentage proposed for any realisations and the work covered by that remuneration, as well as the expenses that will be, or are likely to be, incurred. Expenses can be incurred without approval, but must be disclosed to help put the remuneration request into context.

The percentage approved in respect of realisations will be charged against the assets realised, and where approval is obtained on a mixture of bases, any fixed fee and time costs will then be charged against the funds remaining in the liquidation after the realisation percentage has been deducted.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If the basis of remuneration has been approved on a percentage basis then an increase in the amount of the percentage applied can only be approved by the committee or creditors (depending upon who approved the basis of remuneration) in cases where there has been a material and substantial change in the circumstances that were taken into account when fixing the original level of the percentage applied. If there has not been a material and substantial change in the circumstances then an increase can only be approved by the Court.

Fixed fee

The legislation allows fees to be charged at a set amount. Different set amounts can be used for different tasks. In cases where we were appointed prior to 1 October 2015, most of our fees were recovered on a time costs basis and appropriate authority was obtained from the creditors or the committee as set down in the legislation. The legislation changed on 1 October 2015 and we now seek remuneration on a fixed fee basis more often. A report accompanying any fee request will set out the set fee that we proposed to charge and the work covered by that remuneration, as well as the expenses that will be, or are likely to be, incurred. Expenses can be incurred without approval, but must be disclosed to help put the remuneration request into context.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

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If the basis of remuneration has been approved on a fixed fee basis then an increase in the amount of the fixed fee can only be approved by the committee or creditors (depending upon who approved the basis of remuneration) in cases where there has been a material and substantial change in the circumstances that were taken into account when fixing the original level of the fixed fee. If there has not been a material and substantial change in the circumstances then an increase can only be approved by the Court.

Members' voluntary liquidations and Voluntary Arrangements

The legislation changes that took effect from 1 October 2015 did not apply to members' voluntary liquidations (MVL), Company Voluntary Arrangements (CVA) or Individual Voluntary Arrangements (IVA). In MVLs, the company's members set the fee basis, often as a fixed fee. In CVAs and IVAs, the fee basis is set out in the proposals and creditors approve the fee basis when they approve the arrangement.

All bases

With the exception of Individual Voluntary Arrangements and Company Voluntary Arrangements which are VAT exempt, the officeholder's remuneration invoiced to the insolvent estate will be subject to VAT at the prevailing rate.

Agent's Costs

Charged at cost based upon the charge made by the Agent instructed, the term Agent includes

- Solicitors/Legal Advisors
- Auctioneers/Valuers
- Accountants
- Quantity Surveyors
- Estate Agents
- Other Specialist Advisors

In new appointments made after 1 October 2015, the office holder will provide details of expenses to be incurred, or likely to be incurred, when seeking fee approval. When reporting to the committee and creditors during the course of the insolvency appointment the actual expenses incurred will be compared with the original estimate provided.

Disbursements

In accordance with SIP 9 the basis of disbursement allocation in respect of disbursements incurred by the Office Holder in connection with the administration of the estate must be fully disclosed to creditors. Disbursements are categorised as either Category 1 or Category 2.

Category 1 expenses are directly referable to an invoice from a third party, which is either in the name of the estate or Abbott Fielding in the case of the latter, the invoice makes reference to, and therefore can be directly attributed to, the estate. These disbursements are recoverable in full from the estate without the prior approval of creditors either by a direct payment from the estate or, where the firm has made payment on behalf of the estate, by a recharge of the amount invoiced by the third party. Examples of category 1 disbursements are statutory advertising, external meeting room hire, external storage, specific bond insurance and Company search fees.

Category 2 expenses are incurred by the firm and recharged to the estate, they are not attributed to the estate by a third party invoice and/or they may include a profit element. These disbursements are recoverable in full from the estate, subject to the basis of the disbursement charge being approved by creditors in advance. Examples of category 2 disbursements are photocopying, internal room hire, internal storage and mileage.

It is proposed that the following Category 2 disbursements are recovered

Mileage	50p per mile
Photocopying	10p per sheet

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