

Section 106

**Return of Final Meeting in a
Creditors' Voluntary Winding Up****Pursuant to Section 106 of the
Insolvency Act 1986**

To the Registrar of Companies

S.106

Company Number

05805628

Name of Company

Merritt Properties Limited T/A Whitegates Estate Agents Ltd

I / ~~We~~

Simon Renshaw ACA MIPA MABRP, Langley House, Park Road, London, N2 8EY

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 23 September 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 23 September 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 Langley House, Park Road, East Finchley, London, N2 8EY

The winding up covers the period from 25 July 2013 (opening of winding up) to the final meeting (close of winding up)

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

1 To accept the Liquidator's final report and account

2 To approve the Liquidator's release from office

Signed

Date 23 September 2015

AABRS Limited
Langley House
Park Road
London
N2 8EY

Ref M0925/SR/MP/NM/MA/NS

THURSDAY



A28

A4HLFZGW

08/10/2015

#107

COMPANIES HOUSE

Merritt Properties Limited – (in Liquidation)

**This is the report as laid down at the final meeting
held on 23 September 2015.**

Liquidator's Final Progress Report to Creditors

**Merritt Properties Limited T/A
Whitegates Estate Agents Ltd
- In Liquidation
23 September 2015**

Merritt Properties Limited T/A Whitegates Estate Agents Ltd - In Liquidation

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APPENDICES

- A Receipts and payments account from 25 July 2014 to 23 July 2015 and cumulative receipts and payments account for period from 25 July 2013 to 23 July 2015
- B Final receipts and payments account from 24 July 2015 to 23 September 2015 with a comparison of the cumulative receipts and payments account to 23 September 2015
- C Time analysis for the period 25 July 2014 to 23 July 2015 and Cumulative time analysis for the period from 25 July 2013 to 23 July 2015
- D Additional Information in relation to Liquidator's fees pursuant to Statement of Insolvency Practice No 9 (SIP9)

Merritt Properties Limited T/A Whitegates Estate Agents Ltd - In Liquidation

1. Introduction

- 1 1 I, Simon Renshaw of AABRS Limited, Langley House, Park Road, London N2 8EY was appointed as Liquidator of Merritt Properties Limited ('the Company') on 25 July 2013. This report provides a summary of the outcome of the Liquidation of the Company which has now been completed and is to be read in conjunction with my previous progress report
- 1.2. The trading address of the Company was 121 Mary Street, Scunthorpe, North Lincolnshire, DN15 6LA. The business traded under the name Whitegates Estate Agents Ltd. The Company's principal activity was that of a management of real estate on a fee/contract basis.
- 1.3 The registered office of the Company was changed to Langley House, Park Road, East Finchley, London, N2 8EY and its registered number is 05805628.
- 1 4. The liquidation has estimated asset values of £23,000 and anticipated liabilities of £76,313 61, which subject to the cost of liquidation expected a return to creditors of nil pence in the pound. The actual return to creditors was nil

2. Progress of the Liquidation

- 2.1. At Appendix A, I have provided an account of my receipts and payments for the period 25 July 2014 until 23 July 2015 with a comparison to the Directors' statement of affairs values, together with a cumulative account since my appointment, which provides details of the remuneration charged and expenses incurred and paid by the Liquidator during the period of this report
- 2 2 At Appendix B, I have provided an account of my final receipts and payments for the period 24 July 2015 until 23 September 2015 with a comparison to the Directors' statement of affairs values, which provides details of the remuneration charged and expenses incurred and paid by the Liquidator.
- 2.3. Further information on the Liquidator's remuneration can be found in section 7 below
- 2.4. The Company's assets have been realised as follows:-
- 2.5. **Goodwill**
 - 2.5.1. The director's statement of affairs indicated that goodwill was estimated to realise £3,000 however the agreed apportionment in the sale agreement was in fact £4,250 which has been realised in full.
 - 2 5 2 The assets were valued by Robson Kay & Co Limited, an independent firm of valuers, and sold to an unconnected third party
- 2.6. **Fixtures and Fittings**
 - 2.6.1. The director's statement of affairs indicated that fixtures and fittings were estimated to realise £2,000 and £2,000 has been achieved.
 - 2 6 2 The assets were valued by Robson Kay & Co Limited, an independent firm of valuers,

Merritt Properties Limited T/A Whitegates Estate Agents Ltd - In Liquidation

and sold to an unconnected third party.

2.7. Stock in trade

2.7.1 The director's statement of affairs indicated that stock was estimated to realise £18,000 and to date a total of £11,750.02 has been realised in this respect. The sum of £6,250 remains outstanding.

2.7.2. The assets were valued by Robson Kay & Co Limited, an independent firm of valuers, and sold subject to deferred consideration payments to VGC Properties Limited, an unconnected third party.

2.7.3 I instructed solicitors, Sylvester Amiel Lewin & Horne LLP, to draw up a pre-pack sale and purchase agreement for the sale of the business and certain assets of the Company to VGC Properties Limited. The transaction was guaranteed by the company's Director, Judith Mueller and a third party.

2.7.4. Payments to the liquidation estate stopped shortly after VGC Properties Limited was dissolved after ceasing to trade in March 2014.

2.7.5 The third party has now been declared Bankrupt and there does not appear to be any prospect of a return to creditors following the making of the Bankruptcy Order.

2.7.6 Ms Judith Mueller has advised me that she has no income to enable her to discharge the sum outstanding in respect of the stock and is unlikely to obtain employment in the foreseeable future due to health issues. In addition, Ms Mueller is living in Germany and therefore the costs to pursue this matter need to be considered.

2.7.7. It is not beneficial to pursue Ms Judith Mueller for payment of the sum outstanding as the quantum of any dividend available to creditors would be minimal and the costs of legal proceedings could potentially outweigh any benefit to the estate. However, should creditors consider it appropriate and wish to fund an action, please inform me by no later than 27 August 2015. I would confirm that if no response is received to this request, it would be my intention to conclude this matter.

2.8. Cash at Bank

2.8.1. Following reconciliation of the Company's bank account cash at bank of £6.48 has been received.

2.9 Sundry Refunds

2.9.1. A sundry refund of £10.42 was received from Whitegates Estate Agents

3. Unrealisable Assets

3.1. As per the director's statement of affairs all known assets have been realised. However, please note my comments under Section 2.6 in relation to the stock

4. Duty as Liquidator

4.1. I have carried out the following duties in my capacity as Liquidator:-

4.1.1. Advertised in the London Gazette the fact that the Company is now in creditors' voluntary liquidation.

Merritt Properties Limited T/A Whitegates Estate Agents Ltd - In Liquidation

- 4 1 2 Sent to the Registrar of Companies, a copy of the statement of affairs, together with a Notice of my appointment and special resolution to wind up the Company.
- 4.1.3. Sent to all proving unsecured creditors a copy of the report and Statement of Affairs that were presented at the meeting of creditors.
- 4.1.4. Contacted the Company's Bankers in order to close all accounts held by the Company and request that they confirm certain information necessary for my investigation
- 4.1.5. Advised HM Revenue & Customs of the Liquidation and requested details of VAT, Corporation Tax and PAYE information relating to the Company
- 4.1.6. Co-ordinated the collection of book debt process
- 4.1 7 Performed monthly bank reconciliations on the designated liquidation account
- 4 1 8 Instructed agents to deal with the sale of assets.
- 4 1.9 Advertised a Notice of Intended Dividend to unsecured creditors.
- 4.1 10. Paid a first and final dividend to all proving unsecured creditors
- 4.1.11. Dealt with the investigation as detailed below
- 4.1 12. Circulated annual progress reports and a final progress report to all known creditors.

5. Investigations

- 5 1 In accordance with the Company Directors Disqualification Act 1986 I would confirm that I have submitted a report on the conduct of the Directors of the Company to the Department for Business Innovation & Skills As this is a confidential report, I am not able to disclose the contents.
- 5 2 Shortly after appointment, I made an initial assessment of whether there could be any matters that might lead to recoveries for the estate and what further investigations may be appropriate This assessment took into account information provided by creditors either at the initial meeting or as a response to my request to complete an investigation questionnaire. My investigations have not revealed any issues requiring further report
- 5 3. This investigation included the following work -
 - 5 3.1 A review of the Company's books and comparing them to the company search ensuring all directors are included in the investigation
 - 5.3.2. Examination of the financial records (last accounts and movements since) to ensure movements on assets and any unusual payments are accounted for.
 - 5.3.3 Consideration of the trading position in light of any material deficiency since the last financial statement.
 - 5 3 4. A review of transactions with associated companies or connected persons, ensuring that all transactions are at arms length.

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5.3.5. Checking the movements on directors' loan accounts or other accounts where they have given a guarantee.

5.3.6. A review of all information supplied by creditors, who have expressed particular concern over the Company's dealings or to the directors' conduct

5.4. No opportunity to pursue cash recoveries arose from my investigations.

6. Outcome for Creditors

Secured Creditors

6.1. There was no secured creditor registered at Companies House.

Preferential Creditors

6.2. No claims were anticipated and none have been received

Unsecured Creditors

6.3. I received claims totalling £94,683.18 from eleven creditors. No claims were agreed and would only be adjudicated should a dividend become payable

6.4. I can confirm that the realisations are insufficient to declare a dividend to all proving unsecured creditors.

7. Liquidator's Remuneration

7.1. The Creditors approved that the basis of the Liquidator's remuneration be fixed by reference to the time properly spent by him and his staff in managing the Liquidation.

7.2. My time costs for the period from 25 July 2014 to 23 July 2015 are £5,204. This represents 27 20 hours at an average rate of £191.32 per hour. Attached as Appendix C is a Time Analysis, which provides details of the activity costs incurred by staff grade during this period in respect of the costs fixed by reference to time properly spent by me in managing the Liquidation.

7.3. I would confirm that the amount of £4,842.10 plus VAT has been drawn during the period from 25 July 2014 to 20 July 2015

7.4. Also attached as Appendix C is a cumulative time analysis for the period from 25 July 2013 to 23 July 2015, which provides details of my total time costs since the date of my appointment. My time costs for the period from 25 July 2013 to 23 July 2015 are £20,147 50. This represents 89.10 hours at an average rate of £226.12 per hour.

7.5. I would confirm that the amount of £7,342.10 plus VAT has been drawn in total and that no further fees will be taken.

7.6. With reference to Appendix C, included within the work performed under 'Administration and Planning' are various statutory filing duties and obligations; case planning and strategy, and certain cashing. Work contained within 'Investigations' include the time spent on CDDA and SIP2 reporting. Included within the category of 'Realisation of Assets' is work performed in recovering tangible and intangible assets; payment of costs; banking of all realisations, and insurance and Bonding. Finally, included within 'Creditors' has been time spent in dealing with creditors, including

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preparation of progress reports; dealing with creditors' claims; liaising with preferential creditors; secured creditors; landlords and agreeing and payment of dividends.

- 7.7. A copy of 'A Creditors' Guide to Liquidators' Fees' is available on request or can be downloaded from <http://www.aabrs.com/resources/creditors-guides>.
- 7.8. Attached as Appendix D is additional information in relation to this firm's policy on staffing, the use of subcontractors, disbursements and details of our current charge-out rates by staff grade.
- 7.9 The following expenses have been incurred since my appointment as Liquidator:

Charged By	Brief Description of Services Provided	Total amount charged - £	Amount paid - £
Sylvester Amiel Lewin & Horne LLP	Dealing with sale contract	£2,545	£2,545
Courts Advertising Ltd	Statutory Advertising	£225	£225
AUA Insolvency Risk Services Ltd	Bonding	£50	£50

8. Creditors' rights

- 8.1. Within 21 days of the receipt of this report, a secured creditor, or an unsecured creditor (with the concurrence of at least 5% in value of the unsecured creditors) may request in writing that the Liquidator provide further information about his remuneration or expenses which have been itemised in this progress report.
- 8.2. Any secured creditor, or an unsecured creditor (with the concurrence of at least 10% in value of the unsecured creditors) may within 8 weeks of receipt of this progress report make an application to court on the grounds that the basis fixed for the Liquidator's remuneration, the remuneration charged or the expenses incurred by the Liquidator as set out in this progress report are excessive.

9. Conclusion

- 9.1. This report together with final meetings of members and creditors will conclude my administration. Details of the final meetings and resolutions to be considered have been circulated with this report.

Yours faithfully,


Simon Renshaw
Liquidator

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**Merritt Properties Limited T/A Whitegates Estate Agents Ltd
(In Liquidation)**

Appendix A

Liquidator's Abstract of Receipts & Payments

Statement of Affairs		From 25/07/2014 To 23/07/2015	From 25/07/2013 To 23/07/2015
	ASSET REALISATIONS		
3,000 00	Goodwill	NIL	4,250 00
2,000 00	Fixtures and fittings	NIL	2,000 00
18,000 00	Stock in trade	NIL	11,750 02
	Cash at Bank	NIL	6 48
	Bank Interest Gross	4 84	10 96
	Sundry Refunds	NIL	10 42
		<u>4 84</u>	<u>18,027 88</u>
	COST OF REALISATIONS		
	Specific Bond	50 00	50 00
	R4 62 - Expenses of Creditors Meeting	NIL	319 80
	Statement of Affairs Fee	NIL	7,500 00
	Liquidators Fees	4,842 10	7,342 10
	Legal Fees	NIL	2,545 00
	Corporation Tax	2 06	2 06
	Irrecoverable VAT	43 42	43 92
	Statutory Advertising	75 00	225 00
		<u>(5,012 58)</u>	<u>(18,027 88)</u>
	UNSECURED CREDITORS		
(72,543 00)	Trade & Expense Creditors	NIL	NIL
(2,127 61)	Banks/Institutions	NIL	NIL
(950 00)	HM Revenue & Customs (PAYE)	NIL	NIL
(693 00)	HM Revenue & Customs (VAT)	NIL	NIL
		<u>NIL</u>	<u>NIL</u>
	DISTRIBUTIONS		
(1 00)	Ordinary Shares	<u>NIL</u>	<u>NIL</u>
		<u>NIL</u>	<u>NIL</u>
<u>(53,314 61)</u>		<u>(5,007 74)</u>	<u>(0.00)</u>
	REPRESENTED BY		<u><u>NIL</u></u>

**Merritt Properties Limited T/A Whitegates Estate Agents Ltd
(In Liquidation)**

Appendix B

Liquidator's Abstract of Receipts & Payments

Statement of Affairs		From 24/07/2015 To 23/09/2015	From 25/07/2013 To 23/09/2015
	ASSET REALISATIONS		
3,000 00	Goodwill	NIL	4,250 00
2,000 00	Fixtures and fittings	NIL	2,000 00
18,000 00	Stock in trade	NIL	11,750 02
	Cash at Bank	NIL	6 48
	Bank Interest Gross	NIL	10 96
	Sundry Refunds	NIL	10 42
		NIL	18,027 88
	COST OF REALISATIONS		
	Specific Bond	NIL	50 00
	R4 62 - Expenses of Creditors Meeting	NIL	319 80
	Statement of Affairs Fee	NIL	7,500 00
	Liquidators Fees	NIL	7,342 10
	Legal Fees	NIL	2,545 00
	Corporation Tax	NIL	2 06
	Irrecoverable VAT	NIL	43 92
	Statutory Advertising	NIL	225 00
		NIL	(18,027 88)
	UNSECURED CREDITORS		
(72,543 00)	Trade & Expense Creditors	NIL	NIL
(2,127 61)	Banks/Institutions	NIL	NIL
(950 00)	HM Revenue & Customs (PAYE)	NIL	NIL
(693 00)	HM Revenue & Customs (VAT)	NIL	NIL
		NIL	NIL
	DISTRIBUTIONS		
(1 00)	Ordinary Shares	NIL	NIL
		NIL	NIL
(53,314.61)		NIL	(0.00)
	REPRESENTED BY		NIL

Time Entry - SIP9 Time & Cost Summary + Cumulative

Appendix C

M0925 - Merritt Properties Limited T/A Whitegates Estate Agents Ltd
Project Code POST
From 25/07/2014 To 23/07/2015

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)	Total Hours Cum (POST Only)	Total Time Costs Cum (POST Only)
Administration & Planning	0.40	8.40	0.00	3.20	12.00	2,216.00	184.67	25.70	5,116.50
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.30	5.50	0.00	3.50	9.30	1,670.00	179.57	17.80	3,812.50
Investigations	0.00	1.80	0.00	0.00	1.80	342.00	190.00	6.70	1,388.50
Realisations of Assets	1.00	1.90	0.00	1.20	4.10	976.00	238.05	38.90	9,830.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Hours / Costs	1.70	17.60	0.00	7.90	27.20	5,204.00	191.32	89.10	20,147.50
Total Fees Claimed	7,342.10								
Total Disbursements Claimed	50.00								

Appendix D

ADDITIONAL INFORMATION IN RELATION TO LIQUIDATOR'S FEES PURSUANT TO STATEMENT OF INSOLVENCY PRACTICE 9 (SIP9)

1. Policy

Detailed below is AABRS Limited's policy in relation to

- Staff allocation and the use of subcontractors
- Professional advisers
- Disbursements

2. Staff allocation and the use of subcontractors

The general approach to resourcing our assignments is to allocate staff with the skills and experience to meet the specific requirements of the case.

The constitution of the case team will usually consist of a Partner, Manager, Senior and Assistant. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment. The charge out rate schedule below provides details of all grades of staff and their experience level.

We have not utilised the services of any sub-contractors in this case.

3. Professional advisers

On this assignment we have used the professional advisers listed below. We have also indicated alongside, the basis of our fee arrangement with them, which is subject to review on a regular basis

Name of Professional Adviser	Basis of Fee Arrangement
Sylvester Amiel Lewin & Horne LLP, Solicitors	Hourly rate & disbursements

Our choice was based on our perception of their experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of our fee arrangement with them.

4. Disbursements

Category 1 disbursements do not require approval by creditors. The type of disbursements that may be charged as a Category 1 disbursement to a case generally comprise of external supplies of incidental services specifically identifiable to the case, such as postage, case advertising, invoiced travel and external printing, room hire and document storage. Also chargeable will be any properly reimbursed expenses incurred by personnel in connection with the case.

Whilst Category 2 disbursements do require approval from creditors, none have been incurred in this matter.

Merritt Properties Limited T/A Whitegates Estate Agents Ltd - In Liquidation

These are costs which are directly referable to the appointment in question but are not payments which are made to an independent third party and may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis such as internal room hire, document storage or business mileage.

5. Charge-out rates

A schedule of AABRS Limited's charge-out rates was issued to creditors prior to the time the basis of the Liquidator's remuneration was approved and at the time of subsequent reports. A schedule of current rates is attached to this report.

A schedule of AABRS Limited charge-out rates effective from 1 April, 2015 is as follows:

	(per hour)
Director	£450
Manager	£190-£275
Other Senior Professionals	£170-£190
Assistants & Support Staff	£60-£170

There have been material increases in charge-out rates since the commencement of the liquidation.

Please note that this firm records its time in minimum units of 6 minutes.