

## 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

06361039

Name of Company

Airflow Systems (SW) Limited

I/We

Timothy Alexander Close, Winchester House, Deane Gate Avenue, Taunton, Somerset, TA1 2UH

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 13 July 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 13 July 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 Winchester House, Deane Gate Avenue, Taunton TA1 2UH

The winding up covers the period from 8 January 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

There were no members represented in person or by proxy at the meeting and accordingly there was no quorum

There were no creditors represented in person or by proxy at the meeting and accordingly there was no quorum

Signed



Date 13 July 2015

Milsted Langdon LLP  
Winchester House  
Deane Gate Avenue  
Taunton  
Somerset  
TA1 2UH

Ref AIRFPOST/TAC/KA/LPL

THURSDAY



\*A48QBQRT\*

A20

16/07/2015

#218

COMPANIES HOUSE

**Airflow Systems (SW) Limited**  
**(In Liquidation)**  
**Liquidator's Abstract of Receipts & Payments**  
**From 8 January 2014 To 13 July 2015**

<b>S of A £</b>		<b>£</b>	<b>£</b>
	<b>SECURED CREDITORS</b>		
(10,803 91)	National Westminster Bank PLC	5,399 07	(5,399 07)
	Distrain		
5,125 00	Plant and Machinery re distrain	2,950 00	
(63,939 51)	HMRC - VAT & PAYE/CIS re distrain	(2,950 00)	NIL
	<b>ASSET REALISATIONS</b>		
3,680 00	Plant & machinery	5,080 00	
370 00	Office equipment	370 00	
100 00	Stock	100 00	
20,000 00	Book debts	14,067 78	
	Director loan account	7,265 19	
15,778 80	Cheques in hand	15,778 80	
	Bank interest gross	54 01	42,715 78
	<b>COST OF REALISATIONS</b>		
	Pre-Appointment fees	3,500 00	
	Pre-Appointment expenses	55 00	
	Office holder's fees	25,001 80	
	Office holder's expenses	433 64	
	Book keeper costs	141 80	
	Agents/Valuers fees	350 00	
	Corporation tax	10 77	
	Statutory advertising	253 80	
	Insurance of assets	280 90	(30,027 71)
	<b>PREFERENTIAL CREDITORS</b>		
(6,355 96)	Employees	3,111 23	(3,111 23)
	<b>UNSECURED CREDITORS</b>		
(37,190 92)	Trade & expense creditors	4,177 77	
(14,197 36)	Employees	NIL	
(7,183 41)	HM Revenue & Customs - CT	NIL	(4,177 77)
<b>(94,617.27)</b>			<b>NIL</b>
	<b>REPRESENTED BY</b>		<b>NIL</b>

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# **LIQUIDATOR'S FINAL PROGRESS REPORT**

**AIRFLOW SYSTEMS (SW) LIMITED  
("THE COMPANY")  
IN LIQUIDATION**

**13 JULY 2015**

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## **THE LIQUIDATOR'S FINAL PROGRESS REPORT**

### **1.0 PROGRESS OF THE LIQUIDATION**

- 1 1 I was appointed Liquidator of the Company on 8 January 2014
- 1 2 The liquidation commenced in January 2014 with an estimated asset value of £39,929 and anticipated liabilities of £134,646. Subject to the costs of liquidation it was not envisaged that there would be a dividend to unsecured creditors after allowance for secured and preferential claims and this has proved to be the case. The actual return to creditors in this case is 100p/£ to preferential creditors, 29.88p/£ to secured creditors under their floating charge and 3.4p/£ to unsecured creditors under the Prescribed Part provisions. This report should be read in conjunction with my previous annual progress report, which details the asset realisations made.
- 1 3 In accordance with Statement of Insolvency Practice No 13 (SIP13), I would advise you that the following assets were sold to a company with common director and shareholder after independent valuation.

Date of transaction	Asset involved and nature of transaction	Consideration Paid and Date	Sold to	Relationship
24 January 2014	Purchase of plant and machinery, office equipment and stock	£8,500 + VAT paid on 5 February 2014	Ram Ventilation Limited	A company with common director and shareholder

- 1 4 Attached at Appendix B is my Receipts and Payments Account for the period since my last report including accruals to closure along with a comparison with the Director's Statement of Affairs. This also details the remuneration drawn during the liquidation, further details of which are provided in section 5 below.

#### **Bank Interest**

- 1 5 Bank interest has continued to be received gross on funds held in the bank and the appropriate corporation tax has been paid on the interest accrued. The final return has been submitted to HM Revenue & Customs and I have requested clearance from them that the case may be closed.

### **2.0 UNREALISABLE ASSETS**

- 2 1 You will be aware from my previous report that some of the book debts have had to be written off and this has been documented in that report.
- 2.2 During the course of my administration of the liquidation I have not become aware of any further assets and all assets listed in the director's Statement of Affairs have been accounted for.

### **3.0 INVESTIGATIONS**

- 3 1 In accordance with the Company Directors Disqualification Act 1986 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.
- 3 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.
- 3 3 The issues revealed from my investigations have been documented in my annual progress report.

### **4.0 OUTCOME FOR CREDITORS**

#### **Secured Creditors**

- 4 1 National Westminster Bank Plc ("NWB") holds a fixed and floating charge over the Company's assets. At the date of the liquidation the indebtedness was estimated at £10,804 and has now been agreed at £18,069 to which interest will be added. A dividend of £5,399.07 has been sent to the debenture holder under its charge.

#### **Preferential Creditors**

- 4 2 A summary of preferential claims is detailed below.

Preferential claim	Agreed Claim £	Statement of Affairs Claim £	Dividend paid p in the £
Employee claims (Total number of claims = 2)	517.80	6,355.96	100p/£
Department for Business Innovation & Skills (RPO)	2,593.43	-	100p/£

- 4 3 Preferential creditors were paid in full on 14 August 2014.

#### **Unsecured Creditors**

- 4 4 I have received claims totalling £122,954.22 from thirteen creditors. I have not received claims from four creditors whose debts total £3,075.36 according to the Statement of Affairs despite my issuing a notice of intended dividend. Three other creditors have confirmed they have no claim in the matter.

- 4 5 As the charge to NWB mentioned above was dated after 15 September 2003 I am required to create a fund out of the Company's net floating charge property for unsecured creditors and I can confirm that the value of the Company's net floating charge property was £10,498 84
- 4 6 From this net property, the value of the unsecured creditors' fund was calculated to be £5,099 77 and a first and final distribution of 3 4p/£ has been made to unsecured creditors with this report.
- 4 7 I confirm that realisations are insufficient to declare a dividend to the unsecured creditors, aside from the amount noted above from the unsecured creditors' fund

## 5.0 LIQUIDATOR'S REMUNERATION

- 5 1 The Creditors approved that the basis of my remuneration be fixed by reference to the time spent by me and my staff in managing the liquidation
- 5 2 My time costs for the period from 8 January 2015 are £8,001 45 This represents 79 62 hours at an average rate of £100 50 per hour This includes accruals of 12 21 hours at a cost of £85 66 and disbursements of £122 35 for the period from the issuing of this report and closure. Attached at 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 A total of £25,001 80 plus disbursements of £433 64 has been drawn from the estate
- 5 3 Work undertaken may be summarised as follows

Charge Code	Description of work undertaken
Administration and planning	This relates to the administrative duties undertaken by me and my staff It includes all statutory duties in respect of my obligations to filings at Companies House and periodic reviews It includes time spent attending to tax and VAT issues and to travel time to and from the business premises It also includes time spent dealing with redirected mail
Realisations	This time relates to correspondence with the debtors in relation to book debts and dealing with debtors' disputes It also relates to arranging for the valuation of assets and their sale by my agents and to correspondence and dealing with HMRC's distraint actions Time was also spent in correspondence with the director in relation to the director's loan account It also relates to the banking and accounting of the asset realisations and to the submissions of VAT returns
Creditors	This time relates to dealing with creditors' and employees' claims and with other general enquiries, correspondence and redirected mail in relation to creditors It also relates to the preparation and issuing of reports and distributions to creditors together with the preparation and submission of Corporation Tax and VAT returns
Investigations	This time relates to listing and reviewing the Company's books and records and my investigations into the financial affairs of the Company in the period leading up to the liquidation It also relates to time spent drafting and completing my report on the director's conduct to the Department of Business Innovation and Skills

- 5.4 A copy of "A Creditors' Guide to Liquidator's Fees" is available on request or can be downloaded from <http://www.milsted-langdon.co.uk/specialism/insolvency/creditors-guides-to-remuneration/>
- 5.5 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

## 6.0 LIQUIDATOR'S EXPENSES

- 6.1 During the period of this report the following expenses have been incurred or accrued for

Description	Outstanding from prior period	Incurred/ Accrued	Accrued for	Written Off
TMP (UK) Ltd - Statutory Advertising (Accrued)	N/A	£78.00	£78.00	N/A
<b>Total</b>		<b>£78.00</b>	<b>£78.00</b>	<b>Nil</b>

- 6.2 During the period of this report the following Category 2 disbursements have been incurred or accrued for

Disbursement	Cost
Archive management (storage) Accrued	£2.70 £28.65
Faxes Accrued	- £1.00
Mailing fee Accrued	£12.60 £12.60
Photocopying Accrued	£4.20 £2.10
<b>Total</b>	<b>£63.85</b>

## 7.0 CREDITORS' RIGHTS

- 7.1 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
- 7.2 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, in all the circumstances, the basis fixed for the Liquidator's remuneration is inappropriate and/or the remuneration charged or the expenses incurred by the Liquidator, as set out in this progress report, are excessive



## **8.0 CONCLUSION**

- 8.1 This report, together with the 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.

A handwritten signature in black ink, appearing to read 'T. Close', with a stylized flourish at the end.

**TIMOTHY ALEXANDER CLOSE**

**Liquidator**

**Airflow Systems (SW) Limited**

**STATUTORY INFORMATION****APPENDIX A**

Registered Name	Airflow Systems (SW) Limited
Trading Name	Airflow Systems (SW) Limited
Registered Office	Winchester House, Deane Gate Avenue, Taunton, Somerset TA1 2UH
Trading Address	Unit 4A, Westcombe Trading Estate, Station Road, Ilminster, Somerset TA19 9DW
Company Number	06361039
Liquidators	Timothy Alexander Close
Address	Milsted Langdon LLP, Winchester House, Deane Gate Avenue, Taunton, Somerset TA1 2UH
Appointment Date	8 January 2014

**RECEIPTS AND PAYMENTS ACCOUNT FOR THE PERIOD SINCE THE LAST  
REPORT TO CLOSURE INCLUDING A CUMULATIVE TOTAL FOR THE PERIOD  
OF THE LIQUIDATION**

**APPENDIX B**

**Airflow Systems (SW) Limited**  
**(In Liquidation)**  
**Liquidator's Abstract of Receipts & Payments**

Statement of Affairs	From 08/01/2015 To 27/04/2015	From 08/01/2014 To 27/04/2015
<b>SECURED CREDITORS</b>		
(10,803 91) National Westminster Bank PLC	5,399 07 (5,399 07)	5,399 07 (5,399 07)
<b>Distrain</b>		
5,125 00 Plant and Machinery re distrain	NIL	2,950 00
(63,939 51) HMRC - VAT and PAYE/CIS re distrain	NIL	(2,950 00)
	NIL	NIL
<b>ASSET REALISATIONS</b>		
3,680 00 Plant & machinery	NIL	5,080 00
370 00 Office equipment	NIL	370 00
100 00 Stock	NIL	100 00
20,000 00 Book debts	NIL	14,067 78
Director loan account	NIL	7,265 19
15,778 80 Cheques in hand	NIL	15,778 80
Bank interest gross	11 18	54 01
	11 18	42,715 78
<b>COST OF REALISATIONS</b>		
Pre-Appointment fees	NIL	3,500 00
Pre-Appointment expenses	NIL	55 00
Office holder's fees	8,151 30	25,001 80
Office holder's expenses	141 85	433 64
Book keeper costs	NIL	141 80
Agents/Valuers fees	NIL	350 00
Corporation tax	10 77	10 77
Statutory advertising	NIL	253 80
Insurance of assets	NIL	280 90
	(8,303 92)	(30,027 71)
<b>PREFERENTIAL CREDITORS</b>		
(6,355 96) Employees	NIL	3,111 23
	NIL	(3,111 23)
<b>UNSECURED CREDITORS</b>		
(37,190 92) Trade & expense creditors	4,177 77	4,177 77
(14,197 36) Employees	NIL	NIL
(7,183 41) HM Revenue & Customs - CT	NIL	NIL
	(4,177 77)	(4,177 77)
<b>(94,617.27)</b>	<b>(17,869.58)</b>	<b>NIL</b>
<b>REPRESENTED BY</b>		
		<b>NIL</b>

**Notes**

This estate is VAT registered and therefore VAT should be recoverable

The following dividends have been paid,

Preferential Distribution paid on 14/08/2014 of 100p in £

Unsecured Distribution paid on 13/04/2015 of 3 4p in £

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**TIME ANALYSIS FOR THE PERIOD SINCE THE LAST REPORT TO CLOSURE  
INCLUDING A CUMULATIVE TOTAL FOR THE PERIOD OF THE LIQUIDATION  
APPENDIX C**

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**Airflow Systems (SW) Limited**  
**Time and disbursement analysis**  
**For the period 8 January 2015 to 27 April 2015**

Charge group	Partner	Manager	Other Senior Professionals	Assistants and Support Staff	Total	Total cost (£)	Avg. Hourly Rate (£)
Administration & planning	0 65	1 82	8 51	2 50	13 48	1,470 70	109 10
Investigations	0 60	1 05	3 40	0 00	5 05	701 00	138 81
Realisations	0 00	0 10	1 15	1 90	3 15	193 10	61 30
Creditors	1 60	1 57	28 95	4 52	36 64	3,518 40	96 03
Prescribed Part Creditors	0 25	2 30	6 29	0 25	9 09	1,072 40	117 98
Accrued time	0 60	0 30	8 21	3 10	12 21	1,045 85	85 66
Total time	3 70	7 14	56 51	12 27	79 62	8,001 45	100 50
<b>Disbursements</b>							
Photocopying						4 20	
Mailing Fee (Insolvency)						12 60	
Archive Management (Insolvency)						2 70	
Accrued Disbursements						122 35	
Total disbursements						141 85	
Amount from previous period(s)						16,326 34	
				<b>Grand Total</b>		<b>25,637 84</b>	

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**ADDITIONAL INFORMATION IN RELATION TO LIQUIDATOR'S FEES  
PURSUANT TO STATEMENT OF INSOLVENCY PRACTICE 9      APPENDIX D**



**ADDITIONAL INFORMATION IN RELATION TO THE  
OFFICE HOLDER'S FEES PURSUANT TO STATEMENT OF  
INSOLVENCY PRACTICE 9**

**1.0 STAFF ALLOCATION AND THE USE OF SUB-CONTRACTORS**

- 1 1 The general approach to resourcing our assignments is to allocate staff with the skills and experience to meet the specific requirements of the case
- 1 2 The constitution of the case team will usually consist of a Partner, a Manager, and an Administrator or Assistant. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment and the experience requirements of the assignment. Our charge-out rate schedule below provides details of all grades of staff and their experience level
- 1 3 We have not utilised the services of any sub-contractors in this case

**2.0 PROFESSIONAL ADVISORS**

- 2 1 On this assignment we have used the professional advisors listed below. We have also indicated alongside, the basis of our fee arrangement with them, which is subject to review on a regular basis

<b>Name of Professional Advisor</b>	<b>Basis of Fee Arrangement</b>
MST Auctioneers Limited - Valuer's Fees	Valuation and sale of assets - at an agreed rate
AUA Insolvency Risk Services - Insurance of Assets	Agreed rate

- 2 2 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

**3.0 DISBURSEMENTS**

- 3 1 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 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
- 3 2 Category 2 disbursements do require approval from creditors. These are the 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, faxes and photocopying

## Appendix D

- 3 3 We would advise that Category 2 disbursements are currently charged by this firm at the following rates

Disbursement	Charge
Faxes	20p per sheet
Internal room hire for creditors' meetings	£70
Mailing fees (including postage)	
VA Proposals	£3 25 per pack
Large - over 20 pages	£1 00 per pack
Large	80p per pack
Small	60p per pack
Mileage	45p per mile
Photocopies	10p per sheet

### 4.0 CHARGE-OUT RATES

- 4 1 A schedule of our charge-out rates for this assignment is detailed below These rates are reviewed on an annual basis but there have been no material increases in these rates since the commencement of this case

	£/hr
Licensed Insolvency Practitioners	200-250
Managers and Supervisors	110-180
Case Administrators and other Administrative staff	30-90

- 4 2 Please note that this firm records its time in minimum units of 1 minute

### 5.0 CREDITORS' GUIDE TO FEES

- 5 1 A Creditors' Guide to the manner in which remuneration charged in this case and the rules relating to this area are detailed in the guides available on our website at <http://www.milsted-langdon.co.uk/specialisms/insolvency/creditors-guides-to-remuneration/>