

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

07872437

Name of Company

Premiar Aviation Holdings Limited

I / We

Matthew Ingram, 35 Newhall Street, Birmingham, B3 3PU

Alan Clark, Recovery House, 15-16 Roebuck Road, Hainault Business Park, Ilford, Essex, IG6 3TU

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 28/06/2013 to 27/06/2014

Signed

Date

28/11/2014

Duff & Phelps Ltd
The Shard
32 London Bridge Street
London, SE1 9SG

Ref 47625C/MXI/SMS/DH/RBM

MONDAY



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COMPANIES HOUSE

Progress Report to Creditors

28 November 2014

Premiair Aviation Holdings Limited
(In Creditors' Voluntary Liquidation)

Annual Progress Report of the Joint Liquidators
For the period from 28 June 2013 to 27 June 2014
Pursuant to Section 104A of the Insolvency Act 1986 (as amended)
and Rule 4.49C of the Insolvency Rules 1986 (as amended)

Duff & Phelps Ltd
The Shard
32 London Bridge Street
London
SE1 9SG

Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
Carter Clark	Carter Clark Financial Recovery, Recovery House, Hainault Business Park, 15-17 Roebuck Road, Ilford, Essex, IG6 3TU
Close	Close Brothers Limited t/a Close Aviation Finance, the supplier of aircraft to the Company under various lease agreements
the Commencement Date	28 June 2013, being the date of appointment of Alan Clark as Liquidator
the Committee	Clockrace Limited, GGI Holdings Limited and Kingsley Napley LLP, the members of the liquidation committee
the Company	Premiair Aviation Holdings Limited (In Liquidation) (Company Number 07872437)
Duff & Phelps	Duff & Phelps Ltd , The Shard, 32 London Bridge Street, London, SE1 9SG
DBIS	The Department for Business, Innovation & Skills
the Directors	Graham Avery and Alan Howard, the directors of the Company
HMRC	HM Revenue & Customs
the Joint Liquidators	Matthew Ingram of Duff & Phelps and Alan Clark of Carter Clark
PAGL	Premiair Aviation Group Limited (Company Number 04592860), a wholly owned subsidiary of the Company
Prescribed Part	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003 a designated amount of the Company's net property (floating charge assets less costs of realisation) shall be made available to non-preferential unsecured creditors
the Reporting Period	The period from the Commencement Date to 27 June 2014
the Rules	The Insolvency Rules 1986 (as amended)
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements

SOA

Statement of Affairs, documentation supplied by the Director
outlining the Company's financial position as at the
Commencement Date

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APPENDICES

- 1 Joint Liquidators' Receipts and Payments Account
- 2 Analysis of Time Charged and Expenses Incurred
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1 Introduction

- 1 1 I refer to the members' meeting held at the offices of Carter Clark on the Commencement Date, pursuant to Section 98 of the Act
- 1 2 The purpose of this annual progress report is to detail the Joint Liquidators' acts and dealings together with the conduct of the Liquidation since that meeting
- 1 3 A split of duties has been agreed between the Joint Liquidators

2 Background

- 2 1 The Company's registered office is c/o Duff & Phelps Ltd , The Shard, 32 London Bridge Street, London, SE1 9SG The Company's registration number is 07872437
- 2 2 The Company's former registered office was Recovery House, Hainault Business Park, 15-17 Roebuck Road, Ilford, Essex, IG6 3TU The Company's trading address was Business Aviation Centre, Blackbushe Airport, Blackwater, Camberley, Surrey, GU17 9LG
- 2 3 The Company principally acted as a holding company with the sole purpose of leasing helicopter and fixed-wing aircraft to its subsidiary companies
- 2 4 The Directors of the Company were appointed in November and December 2012 following the resignation of their predecessors. At that time, the Company had been under pressure from its creditors following the knock-on effects of poor debtor recoveries across various group entities, over which the Company had given a number of cross guarantees. As a result, prior to the Directors' appointment, Close had repossessed the Company's aircraft, rendering it unable to continue to operate
- 2 5 Following their appointment, the Directors sought to rationalise the operations of the Company and its subsidiaries, restructure the Company's debt and seek additional working capital funding. Unfortunately, creditor pressure continued to increase and with threats of winding up petitions over the Company, the Directors sought the advice of insolvency practitioners
- 2 6 Accordingly, a meeting of the Company's members was held on 28 June 2013 at which it was resolved that the Company be voluntarily wound up and that Alan Clark of Carter Clark be appointed as Liquidator. A meeting of creditors was subsequently called pursuant to Section 98 of the Act on 12 July 2013, at which Matthew Ingram of Duff & Phelps was appointed as Joint Liquidator
- 2 7 At the meeting of creditors on 12 July 2013, it was resolved that a Liquidation Committee be formed and Clockrace Limited, GGI Holdings Limited and Kingsley Napley LLP were nominated to act as members of the Committee

2 8 The role of the Committee is as follows

- Acting as representatives of the general body of creditors and providing input into decisions that the Joint Liquidators are required to make so that the views of creditors are taken into account, and
- assisting the Joint Liquidators by providing such information from the creditors' knowledge of the Company so that investigations may be pursued, and sanctioning the costs of doing so, if appropriate

2 10 The Joint Liquidators continue to hold regular meetings with the Committee

3 Joint Liquidators' Receipts and Payments Account

3 1 A receipts and payments account for Reporting Period is shown in Appendix 1 As at the end of the Reporting Period there was no cash balance held in the Liquidation estate

4 Asset Realisations

4 1 According to the SOA, a copy of which is attached at Appendix 3, the Company's assets as at the Commencement Date consisted of a shareholding in an associated group Company, PAGL, and various helicopter and fixed-wing aircraft leased from Close

PAGL Shareholding

4 2 The Company holds two ordinary shares of £1 each in PAGL PAGL was placed into Administration on 14 January 2013 and the Administration ended on 11 July 2014 Accordingly the Joint Liquidators do not consider these shares to have any value and it is not anticipated that there will be any realisations from this source

Leased Aircraft

4 3 According to the SOA, the Company held aircraft valued at £4,276,890 The Joint Liquidators understand that all aircraft held by the Company were subject to various lease finance agreements with Close, who had taken steps to repossess all aircraft from the Company prior to the Commencement Date

4 4 The Joint Liquidators understand that Close have now sold the aircraft in satisfaction of the debt owed to them by the Company The Joint Liquidators are liaising with Close with regard to the sale of the aircraft, in order to establish whether any surplus is due to the Company The Joint Liquidators will provide a further update in their next report to creditors

5 Investigations

5 1 The Joint Liquidators have complied with their statutory obligation to file a report with DBIS regarding the conduct of all directors of the Company that served in the three years prior to the Commencement Date The content of this report is confidential

- 5 2 The Joint Liquidators are continuing to investigate potential antecedent transactions and the affairs of the Company more generally, in conjunction with the soundings of the Committee. The Joint Liquidators are unable to provide further information at this time so as to not unduly prejudice their ongoing investigations and accordingly full details will be provided to creditors upon the conclusion of these investigations.
- 5 3 The Joint Liquidators continue to liaise closely with the Committee in respect of the ongoing investigations and further details will be provided to all creditors once it is deemed appropriate to do so.

6 Dividend Prospects / Prescribed Part

Secured Creditors

P C C Int'l Ltd

- 6 1 The Company granted P C C Int'l Ltd a debenture created on 21 November 2012 and registered on 1 December 2012, which confers fixed and floating charges over all of the assets of the Company.
- 6 2 According to the SOA, at the Commencement Date, the Company's indebtedness to P C C Int'l Ltd was £1,450,000, subject to accruing interest and charges.
- 6 3 Based on the currently available information, the Joint Liquidators expect that there will be insufficient realisations to enable a distribution to P C C Int'l Ltd.

Preferential Creditors

- 6 4 Pursuant to the SOA, there are preferential claims.
- 6 5 The Joint Liquidators understand that the Company had no employees. No preferential claims have been received in the Liquidation to date and no preferential claims are expected.

Prescribed Part

- 6 6 The Prescribed Part is calculated as a percentage of net property, as follows -

Net property less than £10,000	50% except where the cost of making a distribution outweigh the benefit to creditors
Net property greater than £10,000	50% up to £10,000 plus 20% thereafter to a maximum of £600,000

- 6 7 Based on the current information available, the Joint Liquidators believe that there will be insufficient net property to enable a distribution to non-preferential creditors from the Prescribed Part.

Non-Preferential Unsecured Creditors

- 6 8 According to the SOA, the Company's non-preferential unsecured creditors total £3,658,847. The non-preferential unsecured creditors can be summarised as follows:

Trade & Expense Creditors	£3,305,293
Inter-Company Loan	£248,087
HMRC – VAT	£40,931
HMRC – PAYE & NIC	£61,619
Bank Overdraft	£2,917
Total	£3,658,847

- 6 9 Based upon the current information available it is anticipated that there will be insufficient realisations to enable a distribution to the non-preferential unsecured creditors of the Company.

7 Costs and Expenses

- 7 1 The basis of the Joint Liquidators' remuneration was fixed on the basis of time properly charged by the Joint Liquidators and their staff at the meeting of creditors held on 12 July 2013.
- 7 2 The time costs charged and disbursements charged by the Joint Liquidators in the Reporting Period total £73,830 and are as analysed at Appendix 2.
- 7 3 The Joint Liquidators' have not drawn any remuneration to date. The Joint Liquidators' disbursements have also not yet been paid.
- 7 4 Duff & Phelps have incurred the following expenses in dealing with the administration of the Company:

Company	Role	Amount Incurred £
Courts Advertising Limited	Advertising agents – arranging placement of statutory advertisements in accordance with the Rules	169 20
Pitney Bowes	Arranging redirection of the Company's mail	195 00
Willis Bond	Insurers – Providing Insolvency Practitioner Bond cover	10 00

- 7 5 Details of the costs incurred by Carter Clark during the Reporting Period are as analysed at Appendix 2.
- 7 6 Information regarding the fees and disbursements of liquidators, including details of the Duff & Phelps disbursements policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "A Creditors' Guide to Liquidators' Fees". This can be viewed and downloaded from the Joint Liquidators' website at <http://www.duffandphelps.com/uk-restructuring/creditor-guides>. Should you require a copy, please contact this office.

- 7.7 In accordance with Rule 4.131 of the Rules, any secured creditor, or any unsecured creditor (with the concurrence of at least 10% in value of the creditors or the permission of the Court), may apply to Court on the grounds that the remuneration or basis fixed for the Joint Liquidator's remuneration or the expenses incurred by the Joint Liquidators are considered to be excessive. This application must be made no later than eight weeks after receipt of the progress report, where the charging of the remuneration or the incurring of expenses in question occurs.

8 Further Information

- 8.1 In accordance with Rule 4.49E of the Rules, any secured creditor, or any unsecured creditors (with the concurrence of at least 5% in value of total unsecured creditors or with the permission of the Court) may make a request in writing to the Joint Liquidators for further information about the remuneration or expenses set out in this progress report. This should be done within 21 days receipt of this report.

9 Conclusion and Next Report

- 9.1 The Joint Liquidators shall be continuing the Liquidation of the Company and have a duty to provide creditors with a progress report on an annual basis, with the next report due within two months of the end of the second anniversary of the Commencement Date.
- 9.2 Accordingly, the next report will be provided to creditors on or before 27 August 2015. The Joint Liquidators will continue to meet with the Committee as appropriate in the intervening period.
- 9.3 If you require any further information please contact Robert Mitchell of this office.

Yours faithfully
For and on behalf of
Premair Aviation Holdings Limited



Matthew Ingram
Joint Liquidator

Appendix 1

Joint Liquidators' Receipts and Payments Account

Joint Liquidators' Receipts and Payments Account
Premiair Aviation Holdings Limited (in Liquidation)

Statement of Affairs

**From 28 June 2013
to 27 June 2014**

		£
	Secured Assets	
4,276 890 00	Aircraft	Nil
<u>4,276,890 00</u>		<u>Nil</u>
	Costs of Realisation	
		Nil
		<u>Nil</u>
	Asset Realisations	
2 00	Shares	Nil
<u>2 00</u>		<u>Nil</u>
	Cost of Realisations	
		Nil
		<u>Nil</u>

Note There have been no receipts or payments during the Reporting Period

Appendix 2

Analysis of Time Charged and Expenses Incurred

Premiar Aviation Holdings Limited (in Liquidation)

Analysis of the Joint Liquidators' Time Costs for the Reporting Period - Duff & Phelps Ltd

	Partner	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost	Avg Hourly Rate
Administration and Planning								
Case Review and Case Diary Management	0 00	2 00	1 60	5 05	0 00	8 65	2 231 00	257 92
Cashiering & Accounting	0 00	0 40	0 15	0 85	0 00	1 40	326 00	232 86
Dealings with Directors and Management	0 00	0 00	1 05	2 75	0 00	3 80	941 50	247 76
IPS Set Up & Maintenance	0 00	0 00	0 00	1 10	0 00	1 10	275 00	250 00
Insurance	0 00	0 00	0 00	0 80	0 00	0 80	200 00	250 00
Statutory Matters (Meetings Reports & Notices)	0 00	0 70	0 55	5 10	0 00	6 35	1 380 75	217 44
Strategy, Planning & Control	0 00	9 85	13 95	35 70	0 00	59 50	16 312 75	274 16
Tax Compliance/Planning	0 00	0 00	0 95	2 25	0 00	3 20	572 50	178 91
Creditors								
Communications with Creditors and Employees	0 00	0 30	2 00	1 70	0 00	4 00	985 50	246 38
Creditors Committee	4 20	19 90	8 00	3 35	0 00	35 45	14 467 25	408 10
Non Preferential Creditors/Employee Claims Handling	0 00	0 10	0 00	0 00	0 00	0 10	45 50	455 00
Secured Creditors	0 00	0 00	0 00	0 50	0 00	0 50	125 00	250 00
Investigations								
CDDA Reports & Communication	0 30	7 70	11 80	5 75	0 00	25 55	8 378 25	327 92
Financial Review and Investigations (S238/239 etc)	0 00	17 00	1 95	17 25	0 00	36 20	12 372 00	341 77
Realisation of Assets								
Book Debts	0 00	0 00	0 00	0 80	0 00	0 80	92 00	115 00
Other Tangible Assets	0 00	0 00	0 20	1 20	0 00	1 40	197 00	140 71
Stock and Work In Progress	0 00	0 00	1 50	0 00	0 00	1 50	397 50	265 00
Total Hours	4 50	57 95	43 70	84 15	0 00	190 30		311 61
Total Fees Claimed	2 327 50	27 091 25	13 993 75	15 887 00	0 00		59 299 50	

Joint Liquidators' Disbursements

Category 1	£
Statutory Advertising (Courts Advertising)	169 20
Postage (Pitney Bowes)	195 00
Travel	336 45
Bordereau	10 00
Total	£710 65

The above costs exclude VAT

Category 2	£
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No Category 2 disbursements have been charged to this matter

Time Entry - SIP9 Time & Cost Summary

PAH6012 - Premier Aviation Holdings Limited
Project Code POST
From 28/06/2013 To 27/06/2014

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Administration & Planning	5.70	10.30	23.20	0.00	39.20	8,550.00	218.11
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.00	12.60	2.80	0.20	15.60	4,235.00	271.47
Investigations	0.00	0.30	3.50	0.00	3.80	615.00	161.84
Realisation of Assets	0.00	0.30	0.00	0.00	0.30	90.00	300.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Hours	5.70	23.50	29.50	0.20	58.90	13,490.00	229.03
Total Fees Claimed						0.00	
Total Disbursements Claimed						0.00	

Carter Clark Unbilled Costs by Job All Transactions

Type	Date	Source Name	Memo	Billing Status	Amount
Premiair Aviation Holdings Ltd					
Bill	20/03/2013	Legal & Public Notices Ad Agency	Advertising Creditors Meeting - cancellation fee	Unbilled	77 50
Bill	01/04/2013	Companies House	Company Search	Unbilled	6 00
Bill	13/06/2013	TMP (UK) Limited	Advertising Creditors Meeting	Unbilled	71 69
Cheque	15/07/2013	AJA Insolvency Risk Services Limited	Insolvency Bond	Unbilled	30 00
Bill	25/07/2013	TMP (UK) Limited	Advertising Appointment	Unbilled	143 38
Bill	01/08/2013	Companies House	Company Search	Unbilled	1 00
Total Premiair Aviation Holdings Ltd					329 57
TOTAL					329 57

Appendix 3

Statement of Affairs

Statement of Affairs

Statement as to affairs of

Premiair Aviation Holdings Limited

on the 28 June 2013 the date of the resolution for winding up


Statement of truth

I believe that the facts stated in this Statement of Affairs are true.

Full Name

Mr Graham Avery

Signed



Dated

28-6-13

Premiair Aviation Holdings Limited
Statement Of Affairs as at 28 June 2013

A1 - Summary of Liabilities

Estimated to
Realise
£

Estimated total assets available for preferential creditors (Carried from Page A) NIL

Liabilities

Preferential Creditors:-

Estimated deficiency/surplus as regards preferential creditors NIL

Debts secured by floating charge pre 15 September 2003

Other Pre 15 September 2003 Floating Charge Creditors

NIL
NIL

Estimated prescribed part of net property where applicable (to carry forward)

Estimated total assets available for floating charge holders

NIL
NIL

Debts secured by floating charges post 15 September 2003

Deficiency b/d

1,449,998.00

1,449,998.00

Estimated deficiency/surplus of assets after floating charges

(1,449,998.00)

Estimated prescribed part of net property where applicable (brought down)

Total assets available to unsecured creditors

NIL
NIL

Unsecured non-preferential claims (excluding any shortfall to floating charge holders)

Trade & Expense Creditors

3,305,292.60

HSBC Bank PLC

2,917.49

HMRC - PAYE/NIC

61,619.00

HMRC - VAT

40,931.08

Premiair Aviation Group Limited

248,087.35

3,658,847.52

Estimated deficiency/surplus as regards non-preferential creditors
(excluding any shortfall in respect of F.C's post 14 September 2003)

(3,658,847.52)

Shortfall in respect of F.C's post 14 September 2003 (brought down)

1,449,998.00

Estimated deficiency/surplus as regards creditors

(5,108,845.52)

Issued and called up capital

Ordinary Shareholders

4.00

4.00

Estimated total deficiency/surplus as regards members

(5,108,849.52)

Signature



Premier Aviation Holdings Limited
C - Shareholders

Key	Name	Address	Prof	Ord	Other	Total
HA00	Mr Graham Avery	Station Cottage, The Street, Necton, Ipswich, Suffolk, IP10 0HR	0	4	0	4
1 Entries Totalling						4

Signature



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27 June 2013 17:07

Carter Clark
Premair Aviation Holdings Limited
B - Company Creditors

Key	Name	Address	£
CA00	Andrew Davis	Henlade House, Henlade, Taunton, Somerset, TA3 5NB	10,415.00
CB00	British Telecom	Insolvency Operations, Alexander Bain House, 15 York Street, Glasgow, G2 8LA	0.00
CB01	British Gas	c/o Moon Beaver, 260 Avenue West, Skyline 120, Great Notley, Essex CM77 7AA	0.00
CC00	Close Aviation Finance	Addeshaw Goddard LLP, Sovereign House, PO Box 8, Sovereign Street, Leeds LS1 1HQ	4,276,890.00
CC01	Clackrace Limited	The Willows, Kilnwick, York, North Yorkshire, YO25 9JG	1,392,248.00
CG00	Grant Thornton	300 Pavilion Drive, Northampton Business Park, Northampton, NN4 7YE	66,000.00
CG02	GGI Holdings Limited	Gold Group House, Goldstone Road, Whyteleafe, Surrey, CR3 0GG	1,317,467.82
CH01	HSBC Bank PLC	69 Pall Mall, London, SW1Y 5EY	2,917.49
CH02	HMRC	Large & Complex Businesses SO927, PO Box 3900, Glasgow, G70 6AA	40,931.08
CI00	HMRC - PAYE/NIC	Insolvency Services, 3rd Floor, Euston Tower, 286 Euston Road, London NW1 3UQ	61,619.00
CK00	Kingsley Napley	Knights Quarter, 14 St Johns Lane, London, EC1M 4AJ	498,911.90
CND0	Nicesheriffs	Registry Trust Limited, 153-157 Cleveland Street, London, W1T 6QW	0.00
CP00	Premair Aviation Group PLC	c/o Carter Clark, Recovery House, Mainault Business Park, Ilford Essex, IG6 3TU	248,087.35
CP01	PCC Int'l Limited	Station Cottage, The Street, Nacton, Ipswich, Suffolk, IP10 0HR	1,450,000.00
CS00	Stephanie Gibbs	Business Aviation Centre, Blackbushe Airport, Blackwater, Camberley, Surrey, GU17 9LG	10,124.94
RA00	Mr Graham Avery	Station Cottage, The Street, Nacton, Ipswich, Suffolk, IP10 0HR	0.00
RH00	Mr Alan Howard	8 Lynwood Close, Ferndown, Dorset, BH22 9TD	0.00
17 Entries Totalling			9,375,612.58



Signature

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27 June 2013 17:06

Carter Clark
Premiair Aviation Holdings Limited
A2 - Secured Creditors Statement of Affairs Figures

Key	Name	£
CC00	Close Aviation Finance	4,276,890 00
CP01	PCC Int'l Limited	1,450,000 00
2 Entries Totalling		5,726,890.00

Signature



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