

Section 94

Form 4.71

Return of Final Meeting in a  
Members' Voluntary Winding Up

Pursuant to Section 94 of the  
Insolvency Act 1986

To the Registrar of Companies

**S.94**

Company Number

01803510

Name of Company

A&A Security Technologies Limited

I / We

Christopher Kim Rayment, Two Snowhill, Birmingham, B4 6GA

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

give notice that a general meeting of the company was duly ~~held on~~/summoned for 05 April 2016 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of ~~and that the same was done accordingly~~ / no quorum was present at the meeting

The meeting was held at the offices of BDO LLP, Two Snowhill, Birmingham, B4 6GA

The winding up covers the period from 13 April 2015 (opening of winding up) to the final meeting (close of winding up)

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

There were no resolutions passed at the meeting and the ~~members~~ <sup>members</sup> did not resolve against the Liquidators release

Signed

Date 05 April 2016

BDO LLP  
Two Snowhill  
Birmingham  
B4 6GA

Ref 0181346B/CKR/SPM/AEM

FRIDAY



A16 08/04/2016 #230  
COMPANIES HOUSE

**A&A SECURITY TECHNOLOGIES  
LIMITED**  
In Members' Voluntary Liquidation

Liquidator's Final Report to Members pursuant  
to Rule 4.126A of the Insolvency Rules 1986



## **A&A SECURITY TECHNOLOGIES LIMITED - IN MEMBERS' VOLUNTARY LIQUIDATION**

**Registered No. 01803510**

**Registered office situated at Two Snowhill, Birmingham, B4 6GA**

**This report covers the period 13 April 2015 to the date of the final meeting on 5 April 2016**

### **1 Introduction**

1.1 This report is addressed to the member of A&A Security Technologies Limited ("the Company") and is prepared in accordance with Section 94 of the Insolvency Act 1986. I am pleased to report on the conclusion of my administration of the above case and this report includes an account of the winding up, notice of a general meeting of the Company for the purpose of presenting the account and a proxy form to enable you to vote at the meeting.

1.2 The member passed a resolution placing the Company into Members' Voluntary Liquidation on 13 April 2015 and appointed Christopher Kim Rayment (insolvency practitioner number 6775) as Liquidator.

### **2 Objective of the Liquidation**

2.1 The objective of liquidation was to ensure an orderly wind down of the Company, which included filing statutory returns at Companies House, advertising for any creditors and seeking tax clearance from HM Revenue and Customs ("HMRC"), all of which has been done.

### **3 Receipts and Payments Account**

3.1 The enclosed receipts and payments account includes the amounts entered onto the declaration of solvency sworn by the directors as well as any amounts actually realised and paid out. On 2 March 2016 I made a distribution in specie, giving the member the right to collect the inter-company debt shown on the declaration of solvency.

### **4 Company's Tax Affairs**

4.1 The Company had been dormant for some years, and HMRC confirmed that there were no outstanding matters which would prevent the final meeting being convened.

### **5 Distributions**

#### **5.1 Preferential and Secured Creditors**

There were no preferential or secured creditors in this Liquidation with all liabilities having been settled prior to the Liquidation.

#### **5.2 Unsecured Creditors**

An advertisement for claims was placed in the London Gazette on 28 April 2015, no claims have been received in the Liquidation.

#### **5.3 Shareholders**

At the time of the Liquidator's appointment, the issued share capital of the Company was 1,709,755 Ordinary £1 shares. On 2 March 2015, I made a distribution in specie, giving the member the right to collect the inter-company debt of £835,100 due to the Company, and this amounted to a return of capital of 48.84p per share.

## **6 Liquidator's Remuneration**

- 6.1 In accordance with Rule 4 127 of the Insolvency Rules 1986, the basis of remuneration has to be fixed either as a percentage of the value of the property being dealt with, by reference to time spent by the Liquidator and his staff in attending to matters in this Liquidation, as a set amount, or as a combination of these.
- 6.2 It was agreed at a General Meeting of the Company, held on 13 April 2015, that the Liquidator's remuneration would be fixed as a set amount of £2,000.00 plus VAT and disbursements.
- 6.3 An invoice for the fee and disbursements will be raised and forwarded to Rexel UK Limited

## **7 Disbursements**

- 7.1 Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements. During the period of the Liquidation the sum of £409.16 has been incurred in respect of category 1 disbursements, and this relates to £309.16 for statutory advertising and £100.00 for statutory insurance.
- 7.2 Some Liquidators recharge expenses, for example for postage, stationery, photocopying charges, telephone and fax costs, which cannot economically be recorded in respect of each specific case. Such expenses, which are apportioned to cases, require the approval of the members, before these can be drawn, and these are known as category 2 disbursements. There have been no category 2 disbursements in this case.

## **8 Resolutions**

- 8.1 As stated above, the purpose of this report is to convene a final meeting of the Company, pursuant to Section 94 of the Insolvency Act 1986. The resolutions to be proposed at the final meeting in the Liquidation (notice of which is given below) are as follows -
1. That the Liquidator's final report be approved and adopted.
  2. That the Liquidator be released from office following the final meeting of members on 5 April 2016.
  3. That the Liquidator be authorised to destroy any Company records one year after the Company is dissolved, and his own records six years after the Company is dissolved.
- 8.2 Notice is hereby given pursuant to Section 94 of the Insolvency Act 1986 that a meeting of shareholders will be held at these offices on 5 April 2016 at 14.30 hrs for the purposes of having an account laid before the meeting and to receive the Liquidator's report showing how the winding-up of the Company has been conducted, and of hearing any explanation that might be given by the Liquidator. A form of general/special proxy is attached should it be required. This meeting is purely formal and a report similar to that outlined above will be provided at that meeting.

## **9 Dissolution**

- 9.1 Following the final meeting, a return will be filed at Companies House. The Company will be struck from the register three months after the final meeting. The Directors remain in office until the Company is dissolved.

10      **Members' Rights**

- 10 1    I provide at the end of this report, Appendix 2, an extract from the Insolvency Rules 1986, setting out the rights of members to request further information and/or challenge the remuneration or fees within the Liquidation
- 10 2    The Insolvency Service has established a central gateway for considering complaints in respect of Insolvency Practitioners. In the event that you make a complaint to me but are not satisfied with the response from me, then you should visit <https://www.gov.uk/complain-about-insolvency-practitioner>, where you will find further information on how you may pursue the complaint.

Should you have any queries regarding this report or the Liquidation in general, please do not hesitate to contact me. Please advise this office if you propose to attend the meeting

Date.    2 March 2016

.....  
Christopher Kim Rayment  
Liquidator

*Christopher Kim Rayment is authorised by the Institute of Chartered Accountants in England and Wales in the UK to act as an Insolvency Practitioner. Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at [www.bdo.co.uk/services/business-restructuring/authorising-bodies-of-insolvency-appointment-takers](http://www.bdo.co.uk/services/business-restructuring/authorising-bodies-of-insolvency-appointment-takers)*

**A&A Security Technologies Limited**  
**(In Liquidation)**  
**Liquidator's Abstract of Receipts & Payments**  
**To 05/04/2016**

Dec of Sol £		£	£
835,100 00	ASSET REALISATIONS Inter-Company Debtor	NIL	NIL
<u>835,100.00</u>			<u>NIL</u>
	REPRESENTED BY		<u>NIL</u>

Note:

On 2 March 2016 I made a distribution in specie to the member, giving it the right to collect the inter-company debt. This amounted to a return of capital of 48.84p per £1 share.

\_\_\_\_\_  
Christopher Kim Rayment  
Liquidator

**4.148C Members' claim that remuneration is excessive**

- (1) Members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or any member with the permission of the court, may apply to the court for one or more of the orders in paragraph (6) on the grounds that—

- (a) the remuneration charged by the liquidator,
- (b) the basis fixed for the liquidator's remuneration under Rule 4 148A, or
- (c) expenses incurred by the liquidator,

is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate.

- (2) Application must, subject to any order of the court under Rule 4 49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4 142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report")
- (3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application; but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party.
- (4) If the application is not dismissed under paragraph (3), the court must fix a venue for it to be heard and give notice to the applicant accordingly
- (5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it.
- (6) If the court considers the application to be well-founded, it must make one or more of the following orders—
- (a) an order reducing the amount of remuneration which the liquidator was entitled to charge;
  - (b) an order fixing the basis of remuneration at a reduced rate or amount;
  - (c) an order changing the basis of remuneration,
  - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation,
  - (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify,

and may make any other order that it thinks just; but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.

- (7) Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation

**Rule 8.1 Insolvency Act 1986****Proxy (Members' or Creditors' Voluntary Liquidation)**

\*Insert the name of the  
company

**IN THE MATTER OF  
A&A SECURITY TECHNOLOGIES LIMITED  
and  
IN THE MATTER OF THE INSOLVENCY ACT 1986**

Notes to help completion of  
the form

Please give full name and  
address for communication

Name of member      Rexel UK Limited

Address \_\_\_\_\_  
\_\_\_\_\_

Please insert name of person  
(who must be 18 or over) or  
the "Chairman of the Meeting"  
(see note below) If you wish  
to provide alternative proxy-  
holders in the circumstances  
that your first choice is unable  
to attend please state the  
name(s) of the alternatives as  
well

Name of proxy-holder

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Please delete words in  
brackets if the proxy-holder is  
only to vote as directed ie he  
has no discretion

I appoint the above person to be my proxy-holder at the meeting of members to be held on 5 April 2016, or at any adjournment of that meeting. The proxy-holder is to propose or vote as instructed below (and in respect of any resolution for which no specific instruction is given, may vote or abstain at his / her discretion)



Please complete paragraph 1 if  
you wish to nominate or vote  
for a specific person as  
Liquidator

Please delete words in  
brackets if the proxy-holder is  
only to vote as directed ie he  
has no discretion

Any other resolutions which  
the proxy-holder is to propose  
or vote in favour of or against  
should be set out in numbered  
paragraphs in the space  
provided below paragraph 1  
If more room is required  
please use the other side of  
this form

## Voting instructions for resolutions

(In the event of a person named in paragraph 1 withdrawing or being  
eliminated from any vote for the appointment of a Liquidator the proxy-holder  
may vote or abstain in any further ballot at his / her discretion )

- 1 That the Liquidator's final report be approved and adopted  
Approved/Rejected
- 2 That the Liquidator be released from office following the final meeting  
of members on 5 April 2016  
Approved/Rejected
- 3 That the Liquidator be authorised to destroy any Company records one  
year after the Company is dissolved, and his own records six years after  
the Company is dissolved  
Approved/Rejected

This form must be signed

Signature \_\_\_\_\_ Date \_\_\_\_\_

Name in CAPITAL LETTERS \_\_\_\_\_

Only to be completed if the  
creditor /member has not  
signed in person

Position with creditor / member or relationship to creditor or other  
authority for signature  
\_\_\_\_\_

**Please note that if you nominate the chairman of the meeting to be your  
proxy-holder he will either be a director of the company or the current  
Liquidator.**

Remember there may be resolutions on the other side of this form