

**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

01701852

Name of Company

Breamriver Limited T/A Weald Business Systems

I / We

David Thorniley, Calverley House, 55 Calverley Road, Tunbridge Wells, Kent, TN1 2TU

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 15 July 2016 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 15 July 2016 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 Calverley House, 55 Calverley Road, Tunbridge Wells, Kent, TN1 2TU

The winding up covers the period from 19 May 2015 (opening of winding up) to the final meeting (close of winding up)

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

Signed

David Thorniley

Date 15 July 2016

Traverse Advisory  
Calverley House  
55 Calverley Road  
Tunbridge Wells  
Kent, TN1 2TU

Ref TR144/DT/JT

TUESDAY



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A27

19/07/2016

#140

COMPANIES HOUSE

**Breamriver Limited T/A Weald Business Systems**  
**(In Liquidation)**  
**Liquidator's Abstract of Receipts & Payments**  
**From 19 May 2015 To 15 July 2016**


S of A £		£	£
	<b>ASSET REALISATIONS</b>		
6,300 00	Machinery & Equipment	8,750 00	
3,000 00	Stock	NIL	
5,050 00	Book Debts	2,588 17	
3,600 00	Funds Held re Goodwill	3,600 00	
1,286 00	Funds Held re Book Debts	2,164 53	
	Sale of Shares	2,000 00	
12,030 00	Cash at Bank	12,370 37	
	Sundry Refunds	225 00	
			31,698 07
	<b>COST OF REALISATIONS</b>		
	Specific Bond	296 00	
	Office Holders Fees	9,908 76	
	Room Hire	20 00	
	Agents/Valuers Fees (1)	2,802 50	
	Legal Fees (1)	900 00	
	Stationery & Postage	64 81	
	Re-Direction of Mail	320 00	
	Statutory Advertising	280 00	
	Insurance of Assets	106 00	
			(14,698 07)
	<b>FLOATING CHARGE CREDITORS</b>		
(38,135 00)	Floating Charge Creditor	17,000 00	
			(17,000 00)
	<b>UNSECURED CREDITORS</b>		
(31,899 05)	Trade & Expense Creditors	NIL	
(22,500 00)	Employees	NIL	
(5,205 92)	HMRC	NIL	
			NIL
	<b>DISTRIBUTIONS</b>		
(10,000 00)	Ordinary Shareholders	NIL	
			NIL
<b>(76,473.97)</b>			<b>(0.00)</b>

**REPRESENTED BY**

Bank 1 Current  
Vat Control Account

(1,361 75)  
1,361 75

**NIL**

  
\_\_\_\_\_  
David Thorniley  
Liquidator

**1. INTRODUCTION**

- 1 1 I write further to my appointment as liquidator of the above Company at members' and creditors' meetings held on 19 May 2015
- 1 2 The purpose of this report is to detail my acts and dealings together with the conduct of the liquidation for its duration

**2. LIQUIDATOR'S ACTIONS SINCE APPOINTMENT**

- 2 1 Following my appointment steps were taken to protect and maximise asset realisations by instructing chattel agents to assist with the disposal of the Company's machinery and equipment
- 2 2 I ensured employees' claims were duly processed, and took steps to ascertain the validity of charges over the Company's assets, have made distributions to creditors in accordance with their priority, and have complied with the liquidator's statutory reporting and investigation requirements

**3. RECEIPTS AND PAYMENTS ACCOUNT**

- 3 1 My Receipts and Payments Account for the period from 19 May 2015 to 13 May 2016 is attached at **Appendix 1**. The VAT receivable of £1,361.75 will be used to settle the balance of liquidator's remuneration

**4. ASSET REALISATIONS**

- 4 1 According to the director's Statement of Affairs the Company's assets comprised machinery and equipment, stock, book debts, cash at bank, and funds held in respect of goodwill and book debts, with realisable values as follows

	£
Machinery & equipment	6,300
Stock	3,000
Book debts	5,050
Goodwill	3,600
Book debts	1,286
Cash at bank	12,030
<b>Total</b>	<b>31,266</b>

- 4 2 An independent valuation was obtained from SIA Group ("SIA"), professional valuers and agents. SIA's valuations, and the realisations achieved, are as follows

	In situ value	Ex situ value	Realised
	£	£	£
Machinery, equipment and stock	9,300	3,100	8,750

- 4 3 SIA confirmed that a van subject to finance held no equity
- 4 4 According to the Company records, at the date of my appointment the Company had book debts with a book value £7,244. Book debt realisations are analysed below

**BREAMRIVER LIMITED T/A WEALD BUSINESS SYSTEMS (IN LIQUIDATION)****Final Report****For The Period 19 May 2015 to 15 July 2016**

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	£
Book debts per Company records	7,244
Invoices paid into bank prior to liquidation	(2,753)
Accounts not economic to pursue	(153)
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Net outstanding per Company records	4,338
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Cheques held prior to liquidation	2,164
Collections post liquidation	2,588
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Total debt collections	4,752
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4 5 The sum of £3,600 inclusive of VAT was offered for the Company's customer list by a third party, prior to the commencement of the liquidation, and this offer was accepted. The consideration funds of £3,600 were remitted to the liquidator.

4 6 The Company held two shares in a buying group, at a value of £1,000 per share. These shares were sold in accordance with the regulations of the buying group, and the consideration of £2,000 has been received.

4 7 Cash at bank of £12,370 was received from Natwest Bank plc.

4 8 Sundry refunds of £150 and £75 were received from Vodafone and DVLA respectively.

4 9 There have been no other sources of asset realisations in the liquidation, and there will be no further realisations in the liquidation.

## **5. CREDITORS' CLAIMS**

### **Secured Creditors**

5 1 An examination of the Company's mortgage register held by the Registrar of Companies, showed that the Company granted three pre-Enterprise Act mortgage debentures, conferring fixed and floating charges over all of the assets of the Company, as follows:

<b>Charge holder</b>	<b>Date created</b>
National Westminster Bank	28 December 1983
Mr L Muffett	20 July 1998
Mrs M Muffett (dec'd)	20 July 1998

5 2 Nat West is not a creditor of the Company. The Company's account was in credit at the commencement of the liquidation, the account has been closed and the balance transferred to the liquidation estate account.

5 3 The debentures in favour of Mr Lawrence Muffett, the director of the Company and Mrs M Muffett, the director's mother, originally secured loans to the Company of £18,500 each. Mrs Muffett's loan was repaid prior to her death in November 1999. Of Mr Muffett's original loan £10,000 was repaid, leaving £8,500 outstanding, as per the Company's accounts. Between February 2007 and May 2008, Mr Muffett advanced further loans totalling £20,000, and the balance outstanding as at the date of liquidation in respect of these latter loans, stood at £11,135, as confirmed by the Company's accountants. The total amount outstanding to Mr Muffett at the commencement of the liquidation was therefore £19,635.

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5 4 Legal advice has been taken as to the validity of Mr Muffett's debenture and the sums covered by it. Given the age of the charge, a copy of the original debenture document registered at Companies House has not been retained. However, the Companies House charge registration documentation specifies that the debenture confers fixed and floating charges on all property and assets present and future, and the security extends to the original advance of £18,500 and all other monies due or to become due from the Company to the charge holder. On the basis of all the available documentation, my advice is that it is reasonable to conclude that further advances would have been caught by the original security.

5 5 The legislation requires that if the Company has created a floating charge after 15 September 2003, a prescribed part of the Company's net property (i.e. the money that would otherwise be available to the charge holder) should be ring-fenced for distribution to unsecured creditors. In this case the floating charge was created prior to 15 September 2003 such that the prescribed part provisions do not apply. Accordingly a distribution of £17,000 has been made to the charge holder from realisations subject to his floating charge.

#### **Preferential Creditors**

5 6 According to the Statement of Affairs the Company had no preferential creditors. A preferential claim of £386.53 has been received from the Insolvency Service in respect of holiday entitlements paid to former employees.

#### **Crown Creditors**

5 7 The Statement of Affairs included the sum of £5,205 owed to HMRC. HMRC have lodged a claim for £7,505 in respect of VAT.

#### **Unsecured Non-Preferential Creditors**

5 8 The Statement of Affairs included 33 unsecured creditors with an estimated total liability of £59,604. I have received claims from 12 unsecured creditors totalling £38,027.

### **6. DIVIDEND PROSPECTS**

6 1 No dividend will be declared to any class of unsecured creditor as the funds realised have been used to meet the claims of secured creditors and the expenses of the liquidation.

### **7. INVESTIGATIONS INTO THE AFFAIRS OF THE COMPANY**

7 1 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. There were no matters that justified further investigation in the circumstances of this appointment.

7 2 Within six months of my appointment, I was 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 confirm that my report has been submitted.

### **8. PRE-APPOINTMENT REMUNERATION**

8 1 The Board previously authorised the payment of a fee of £4,000.00 plus VAT for my firm's assistance with preparing the Statement of Affairs and convening and holding the meeting of creditors at a meeting held on 30 April 2015. This fee was paid by the Company.

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**9. LIQUIDATOR'S REMUNERATION AND EXPENSES**

- 9.1 My remuneration was authorised by creditors at a meeting held on 19 May 2015 to be drawn on a time cost basis. My total time costs to 13 May 2016 amount to £10,562.50, representing 59.50 hours' work at an average charge out rate of £177.52 per hour.
- 9.2 Remuneration of £9,908.76 plus VAT has been billed in respect of these time costs in the period. Of this amount £8,773.97 plus VAT has been drawn. The balance of £1,134.79 plus VAT, totalling £1,361.75 will be drawn on receipt of a final repayment of VAT, which has been applied for.
- 9.3 A schedule of my time costs incurred to date is attached at **Appendix 2** and a description of the routine work undertaken since my appointment as liquidator is attached at **Appendix 3**. Additional information in relation to this firm's policy on staffing, the use of subcontractors, disbursements, together with details of our current charge out rates by staff grade, is attached at **Appendix 4**.
- 9.4 A copy of 'A Creditors Guide to Liquidators' Fees' published by the Association of Business Recovery Professionals, is available as a download on my firm's website at [www.traverse-advisory.co.uk](http://www.traverse-advisory.co.uk). A hard copy of the above document can be provided to creditors upon request.
- 9.5 My expenses incurred to 13 May 2016 amount to £684.81 plus VAT, as follows:

	£
Advertising	280.00
Room hire	20.00
Postage	64.81
Mail re-direct	320.00

- 9.6 I have drawn £684.81 plus VAT in settlement of these expenses. Further expenses of £86.40 inclusive of VAT will be incurred in respect of final statutory advertising costs, which will not be recovered.
- 9.7 I have used the following agents and professional advisors in the liquidation, whose costs incurred in the period covered by this report are as set out below:

Supplier/ Service provider	Nature of expenses incurred	Basis of Fees	Amount incurred in period (£)	Paid to date (£)	Amount outstanding (£)
Cooper Burnett	Legal advice re validity of debenture	Time costs	900.00	900.00	0.00
SIA Group	Valuation and disposal advice	Set fee + % of realisations	2,802.50	2,802.50	0.00

- 9.8 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.
- 9.9 Should unsecured creditors with the concurrence of at least 5% in value of the unsecured creditors, or with the permission of the Court on application, require further information about the liquidator's remuneration or expenses, such a request must be made in writing within 21 days of receipt of this report. Any secured creditor may request the same details in the same time limit.

- 9 10 Any creditors, with the concurrence of at least 10% in value of total creditors, or with the permission of the Court on application, may apply to the 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

## **10. DISPUTES AND COMPLAINTS**

- 10 1 At Traverse Advisory we always strive to provide a professional and efficient service, however we recognise that it is in the nature of insolvency proceedings for disputes to arise from time to time. Should a dispute arise, in the first instance details of the matter should be put in writing to Mr David Thorniley, the managing director. We will carefully consider any complaint we receive and take all reasonable steps to resolve the matter appropriately.
- 10 2 Whilst we undertake to look into any complaint carefully and promptly and to do all we can to deal with the matter, if you remain unsatisfied, you may complain to the regulatory body that licences the insolvency practitioner concerned. Any such complaints should be addressed to The Insolvency Service, IP Complaints, 3<sup>rd</sup> Floor, 1 City Walk, Leeds, LS11 9DA. Submissions can also be made using an on-line form available at [www.gov.uk/complain-about-insolvency-practitioner](http://www.gov.uk/complain-about-insolvency-practitioner) or you can email [insolvency.enquiryline@insolvency.gsi.gov.uk](mailto:insolvency.enquiryline@insolvency.gsi.gov.uk). Alternatively you may phone 0300 678 0015. Calls are charged at up to 9p per minute from a land line, or for mobiles, between 8p and 40p per minute if you are calling from the UK.

## **11. FINAL MEETINGS**

- 11 1 As required by Rule 12A 47 of the Insolvency Rules 1986, I confirm the following
- a) The meeting was convened for the purpose of having an account laid before it showing how the winding up had been conducted and how the property was disposed of, pursuant to Section 106 of the Insolvency Act 1986,
  - b) The venue was Calverley House, 55 Calverley Road, Tunbridge Wells, Kent, TN1 2TU,
  - c) A quorum was present,
  - d) The following resolutions were passed,
    - 1 That the liquidator's account for the duration of the winding up be approved
    - 2 That the liquidator be released under the provisions of s 173 of the Insolvency Act 1986
  - e) The liquidation commenced on 19 May 2015 and closed on 15 July 2016

## **12 CONCLUSION**

- 12 1 No further information will be sent to creditors, however, should you require any further information, please contact this office.



**David Thorniley**  
**Liquidator**