

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

02762020

Name of Company

Holidayline (UK) Limited

I / We

Hugh Francis Jesseman, 3 Field Court, Grays Inn, London, WC1R 5EF

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 07/07/2015 to 06/07/2016

Signed



Date

19/8/16

Antony Batty & Company LLP
3 Field Court
Grays Inn
London
WC1R 5EF

Ref HOLI/HFJ/CH

WEDNESDAY



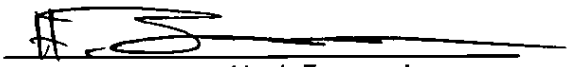
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COMPANIES HOUSE

Holidayline (UK) Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments

Statement of Affairs		From 07/07/2015 To 06/07/2016
	ASSET REALISATIONS	
33,730 00	Book Debts	36,445 11
114,751 00	Intercompany Loan	114,751 42
1,314,429 00	Loans & Advances	NIL
397,490 00	Tax Refund	NIL
1,658,079 00	Cash at Bank	2,939,447 98
75,000 00	Bond Account	75,000 00
	Bank Interest Gross	155 35
		<u>3,165,799 86</u>
	COST OF REALISATIONS	
	Restoration Costs of Subsidiary Compa	1,500 00
	Accountancy Fees	2,134 00
	Insurance excess	3,858 00
	PAYE & NI	1,491 09
	Bank Charges	42 00
		<u>(9,025 09)</u>
	UNSECURED CREDITORS	
	Trade & Expense Creditors	<u>NIL</u>
		NIL
	DISTRIBUTIONS	
	Ordinary Shareholders	<u>3,050,000 00</u>
		(3,050,000 00)
<u>3,593,479.00</u>		<u><u>106,774.77</u></u>
	REPRESENTED BY	
	Vat Receivable	544 80
	Bank 1 Current - Interest bearing	106,229 97
		<u>106,774.77</u>


Hugh Francis Jesseman
Liquidator

HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

LIQUIDATOR'S PROGRESS REPORT

**ANTONY BATTY & COMPANY LLP
3 FIELD COURT
GRAYS INN
LONDON
WC1R 5EF**

HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

This report is prepared in accordance to the provisions of the Insolvency Act 1986, which require the Liquidator to provide members with an update of the progress of the liquidation. The report has been prepared for the purpose of advising members. The report is private and confidential and may not be relied upon, referred to, copied or quoted from, in whole or in part, by members for any purpose other than advising them, or by any other person for any purpose whatsoever.

H F Jesseman was appointed as Liquidator of Holidayline (UK) Limited on 7 July 2015.

WA Batty, SJ Evans & HF Jesseman are licensed as Insolvency Practitioners in the UK by The Institute of Chartered Accountants in England & Wales under S 390 (2) of the Insolvency Act 1986.

Abbreviations used in this report

- Holidayline (UK) Limited - ("Holidayline" or "the Company")
- H F Jesseman - ("the Liquidator")
- HM Revenue & Customs - ("HMRC")

HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

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- 2 Asset realisations
- 3 Creditors – Claims and Distributions
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- 5 Liquidator's receipts and payments
- 6 Liquidator's remuneration & expenses
- 7 Further Information for members
- 8 Conclusion of the Liquidation

Appendices

- I Statutory Information
- II Details of Liquidator
- III Liquidator's Receipts and Payments account
- IV Summary of Liquidator's time costs
- V Summary of Liquidator's expenses
- VI Schedule of charge out rates and disbursements policy

HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

1 INTRODUCTION

1 1 Purpose of Report

This report is prepared pursuant to the provisions of the Insolvency Act 1986, which require me as Liquidator to provide members with an update on the progress of the Liquidation

This report covers the period from 7 July 2015 to 6 July 2016

The following information is included in this report

- Details of asset realisations
- Details of creditors' claims and payment of those claims
- Details of any distributions made to members and likely further distributions
- Details of the Liquidator's receipts and payments including details of assets realised and any costs paid
- Information regarding fees and expenses
- Other information for members

1 2 Progress of the Liquidation

The business of the Company had been sold to a third party and the directors had finalised most of the affairs of the Company. Accordingly the Company had reached the end of its useful life and it was appropriate to wind the Company up in the form of a Members Voluntary Liquidation. I was appointed Liquidator of the Company at a meeting of members held on 07 July 2015.

During the Liquidation period I have realised the bulk of the Company's assets and made significant distributions to the shareholders. With the assistance of RBS Accountants Limited, the Company's accountants, we are liaising with HMRC in order to finalise the tax affairs of the Company and obtain the necessary tax clearances. Once I am in receipt of the requisite tax clearances I shall proceed to conclude the Liquidation.

2 ASSET REALISATIONS

The Declaration of Solvency indicated that the assets of the Company were those detailed below. I have undertaken the following work in order to protect and realise the known assets or potential assets of the Company during the period of this report.

2 1 Bond Account

An ABTA travel bond of £75,000 was held by Advantage Financial Services Limited, a specialist travel industry insurance broker. The bond was released in January 2016.

2 2 Book Debts

At the date of Liquidation the Company's sales ledger showed an amount due of £36,445 in respect of a court judgement obtained against Mr M Mosley. I confirm that in accordance with the Court order, I have received £36,445.

2 3 Intercompany Loan

An intercompany loan of £114,751 was due to the Company from a connected company, BF Aviation. I confirm that the amount has been repaid in full in two instalments.

2 4 Cash at Bank

Following correspondence with the Company's former Banks, I have received £2,939,448 in total, being the balances in the Company's accounts on the date of my appointment with National Westminster Bank Plc and The Co-Operative Bank. The Declaration of Solvency showed

estimated balances totalling only £1,658,079. The increased final balance relates to the receipt of the loans and advances due from the directors, which were repaid prior to the Liquidation.

2.5 Subsidiary Company

Following the Liquidation, it was found that a subsidiary company, which had been struck off, held funds in a bank account. To assist with the recovery of these funds, the Company has been restored with the assistance of RBS Accountants Limited.

2.6 Tax Refund

Following the Liquidation, RBS Accountants prepared accounts for the extended period 1 November 2014 to 7 July 2015 and adjusted the final corporation tax returns. Once these were agreed, they were submitted to HMRC and included a loss carry back claim and request for repayment of funds held as security against S 455 tax. Initially HMRC agreed to repay the overpaid corporation tax. However, following considerable chasing, HMRC advised that they were initiating a check on previous corporation tax returns and accounts. RBS Accountants is assisting with these checks. This process is ongoing.

2.7 Loans and Advances

The loans and advances of £1,314,429 due from the directors were repaid in full shortly before the Liquidation. Accordingly, there will be no realisations in the Liquidation.

2.8 Other Assets

I have received £155 in respect of bank interest on the funds held during the Liquidation.

I am not aware of any further assets. However, should you be aware of any assets, please advise me immediately.

3 CREDITORS – CLAIMS AND DISTRIBUTIONS

There are a number of different classes of creditors in insolvency matters. These include:

Secured Creditors are creditors who hold fixed and/or floating charge debenture security; they are paid in priority to other creditors, subject to preferential creditors and unsecured creditors under the prescribed part.

Preferential creditors comprise employees' claims for holiday pay and some arrears of wages. Preferential creditors are paid in priority to the prescribed part, floating charge holders and unsecured creditors.

Unsecured creditors rank behind secured and preferential creditors. Unsecured creditors receive the surplus from net realisations after secured and preferential creditors and any payment which is made under the prescribed part.

3.1 Secured Creditors

I am not aware of any secured creditors in this matter.

3.2 Preferential creditors

I am not aware of any preferential creditors in this matter.

3.3 Unsecured Creditors

Following my appointment, I wrote to all creditors advising them of the Liquidation and requested that claims be submitted to me. In addition, I have placed an advert in the London Gazette advising any potential creditors to submit their claims.

I have received no unsecured creditor claims to date.

The Declaration of Solvency listed creditors of £6,714 to be dealt with as part of the Liquidation. The following sums have been paid to date

- £1,491 was in respect of a liability due to HMRC following the submission of the pre appointment P11D's – this was paid on account to HMRC

The Declaration of Solvency listed minimal creditors to be dealt with as part of the Liquidation. The shareholders provided me with an indemnity against any potential future claims being made by creditors in order that an early distribution could be made to them. It has, however, not been necessary to exercise the indemnity.

4 DISTRIBUTIONS TO MEMBERS

The total distributions to members are as follows

	<u>Total</u> £	<u>Amount per share</u> p in £
Issued share capital	30,000	£1
Return of share capital	£30,000	£1
Cash distributions	3,020,000	£100

4.1 Return of Share Capital

The Company's share capital of 30,000 ordinary shares of £1 each, with a total value of £30,000 has been repaid in full. The distribution totalled £30,000 and was on 9 July 2015.

Individual distributions to members, which remain unbanked after six months, will be transferred to the Insolvency Services unclaimed dividend account.

4.2 Cash Distributions

I have made total distributions to members totalling £3,020,000 representing a dividend of £100 in respect of each share.

Three distributions have been made as follows

- 1 £1,620,000 – 9 July 2015
- 2 £1,300,000 – 1 October 2015
- 3 £100,000 – 4 January 2016

Individual distributions to members, which remain unbanked after six months, will be transferred to the Insolvency Services unclaimed dividend account.

4.3 Further Anticipated Distributions

Once HMRC have completed their checks into the historic returns and made the appropriate refunds, I shall be in a position to make a further distribution. I shall also make a final distribution once the last tax clearances have been received.

5 LIQUIDATORS' RECEIPTS AND PAYMENTS

A summary of my receipts and payments relating to the Company for the period from 7 July 2015 to 6 July 2016 is enclosed at Appendix III. I confirm that no account was held with the Secretary of State, therefore the account has not been reconciled with the Insolvency Services Account. Please note that receipts and payments in the account are shown net of VAT.

During the period of this report I have made the following significant payments not detailed elsewhere in this report

RBS Accountants Limited has been paid £2,134 plus VAT in respect of accountancy and tax advice. RBS Accountants Limited is a firm of chartered accountants who acted for the Company before the liquidation and were best placed to carry out the necessary tax work. The firm is a member of the ICAEW. Their fee was based on their time costs and fixed fees.

Plexus Law have been paid £3,858 in respect of the insurance excess relating to a number of insurance claims. Plexus Law are a firm of solicitors acting for the insurance company.

Companies House have been paid £1,500 relating to the restoration costs for a subsidiary company.

Bank charges of £42 have been incurred in relation to making the distributions to shareholders.

The choice of professionals was based on the Liquidator's perception of their experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of the agreed fee arrangement with them. The fees charged have been reviewed and the Liquidator is satisfied that they are reasonable in the circumstances of this case.

I have also incurred the following expenses during the period covered by the report but they have not yet been paid and/or invoiced:

- 1 Marsh Limited – specific bond - £950

Details of the significant receipts are shown in the Asset section of this report.

6 LIQUIDATOR'S REMUNERATION & EXPENSES

6.1 Approval of Basis of Remuneration & Expenses

My fees as Liquidator have been approved on a fixed fee basis of £10,000 plus VAT in attending to matters arising in the Liquidation, together with category 2 expenses, by the members at the members' meeting held on 7 July 2015.

Category 1 expenses are payable without approval from members.

6.2 Liquidator's Time Costs

For the period of this report, time costs amount to £6,965, representing over twenty four hours work at an average charge out rate of £280 per hour.

I have not yet drawn any funds in respect of my remuneration.

Appendix IV contains further information about time spent on the Liquidation and has been categorised into the following headings:

- **Administration and Planning** includes case planning, administrative set-up, appointment notification, statutory reporting, compliance, cashiering, accounting and administrative functions.
- **Realisation of Assets** includes identifying, securing, insuring assets, retention of title issues, debt collection, property, business and asset sales.
- **Investigations** includes reporting on the conduct of directors, investigating antecedent transactions and any other investigations that may be deemed appropriate.

- Trading includes planning, strategy, trading accounting, managing operations on site, corresponding with suppliers and customers, and on-going employee matters
- Creditors includes creditor set up, communication and meetings, reviewing and agreeing preferential and unsecured claims, corresponding with secured creditors, reviewing and obtaining advice in relation to security granted by the Company

For the period of this report the time spent on this matter has been spent on the realisation of assets, as detailed in Section 2, the interaction with creditors, as detailed in Section 3 and on the Case Administration and Planning. Specifically in relation to this last category I have spent time on case planning, the initial set up, the formalities of appointment, dealt with routine correspondence, opened and managed the estate bank account and cashbook, undertaken regular reconciliations of the bank account, conducted periodic reviews of the case, prepared and filed the necessary VAT & corporation tax returns and conducted the statutory tasks of the Liquidation. Whilst this work does not give direct financial benefit to the creditors, it has to be undertaken by the office holder as it is required by statute or regulatory guidance, or is necessary for the orderly conduct of the proceedings.

Work such as preparing the necessary reports to the creditors and case management on this assignment has predominantly been carried out by a manager with the suitable level of experience and authority necessary to progress the Liquidation. Less complex areas of work such as administrative functions have been carried out by junior grades of staff.

A Guide to Liquidators' fees may be found at <http://www.antonybatty.com/resource>. I would also be pleased to send you a copy by e-mail or post on request. Details of current charge out rates are given at Appendix VI.

6.3 Liquidator's Expenses

A summary of my expenses for the period of this report is given at Appendix V. Details of the disbursements policy are given at Appendix VI.

6.4 Member's Request for Further Information about Remuneration & Expenses

Under insolvency legislation, members have the right to request in writing further information regarding the remuneration or expenses set out in this report. The request can be made by either a member with at least 5% of the total voting rights of all members at a general meeting of the Company or any member with the permission of the Court.

The request must be made in writing within 21 days of receipt of this report.

6.5 Member's Claim that Remuneration and/or Expenses are Excessive

Under insolvency legislation, members have the right to challenge the Liquidator's remuneration and expenses by making an application to court. The application can be made by either a member with at least 10% of the total voting rights of all members at a general meeting of the Company or any member with the permission of the Court.

The application may be made on the grounds that the Liquidator's remuneration is, in all the circumstances, excessive, the basis of fixing the remuneration is inappropriate, or the Liquidator's expenses are, in all the circumstances, excessive.

Any such application must be made within 8 weeks of receipt of this report.

If the court considers the application well founded, it may order that the remuneration be reduced, the basis be changed, or the expenses be disallowed or repaid. Unless the court orders otherwise, the costs of the application must be paid by the applicant and not out of the assets.

7 FURTHER INFORMATION FOR MEMBERS

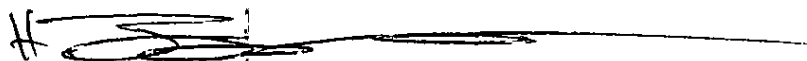
7.1 EC Regulation on Insolvency Proceedings

I consider that the EC Regulation on Insolvency Proceedings apply to the Liquidation of the Company. I also consider that they are "main" proceedings since the Company's registered office and trading address are in the United Kingdom

8 CONCLUSION OF THE LIQUIDATION

Once the Company's tax affairs have been concluded and I have received the requisite tax clearances, I shall finalise the Liquidation

Should you require any further information please contact Claire Howell



H F Jesseman

Liquidator

Dated 19 August 2016

HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

STATUTORY INFORMATION

Company Number	02762020
Date of Incorporation	4 November 1992
Trading Name	Directline Holidays
Previous Registered Names	None
Registered Office	Suite 16 Beaufort Court Admirals Way, South Quay, Docklands, London, E14 9XL
Formerly	Suite 16 Beaufort Court Admirals Way, South Quay, Docklands, London, E14 9XL
Trading Address	Suite 16 Beaufort Court Admirals Way, South Quay, Docklands, London, E14 9XL
Principle business activity	Travel Agency

Directors

<u>Name</u>	<u>Appointed</u>	<u>Resigned</u>
Antony Bradley	24\10\94	Present
Matthew Flint	4\11\92	Present
Maria Whiteman	27\4\10	26\9\13

Company Secretary

<u>Name</u>	<u>Appointed</u>	<u>Resigned</u>
Matthew Flint	4\11\92	Present

Issued Share Capital, 30,000 ordinary shares of £1 each

Shareholders

<u>Name</u>	<u>Ordinary Shares</u>	<u>Percentage</u>
Antony Bradley	1,500	5%
Bradley Trust	16,500	55%
Matthew Flint	1,500	5%
The Flint Trust	10,500	35%

Chargeholders

<u>Name</u>	<u>Type of Charge</u>	<u>Date of Charge</u>
none		

APPENDIX II


HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

DETAILS OF APPOINTMENT OF THE LIQUIDATOR

Name and address of Liquidator	H F Jesseman of 3 Field Court, Grays Inn, London, WC1R 5EF
Date of Appointment	07/07/2015
By Whom Appointed	Members

Holidayline (UK) Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments
To 06/07/2016

Dec of Sol £		£	£
	ASSET REALISATIONS		
33,730 00	Book Debts	36,445 11	
114,751 00	Intercompany Loan	114,751 42	
1,314,429 00	Loans & Advances	NIL	
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75,000 00	Bond Account	75,000 00	
	Bank Interest Gross	155 35	
			3,165,799 86
	COST OF REALISATIONS		
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	Accountancy Fees	2,134 00	
	Insurance excess	3,858 00	
	PAYE & NI	1,491 09	
	Bank Charges	42 00	
			(9,025 09)
	DISTRIBUTIONS		
	Ordinary Shareholders	3,050,000 00	
			(3,050,000 00)
3,593,479.00			106,774.77
	REPRESENTED BY		
	Vat Receivable		544 80
	Bank 1 Current - Interest bearing		106,229 97
			106,774 77


 Hugh Francis Jesseman
 Liquidator

HOLI

Holidayline (UK) Limited

28 July 2016

SIP 9 - Time & Cost Summary

Period 07/07/15 06/07/16

Time Summary

Classification of work function	Hours					Time Cost (£)	Average hourly rate (£)
	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours		
Administration & planning	2 00	2 34	12 10	0 40	16 84	4 435 80	263 41
Investigations	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Realisations of assets	0 00	3 60	0 40	0 00	4 00	1 300 00	325 00
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Creditors	0 30	2 40	1 30	0 00	4 00	1,229 20	307 30
Case specific matters	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Pre Jan 2003 Time	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Hours	2 30	8 34	13 80	0 40	24 84	6 965 00	280 39
Total Fees Claimed						0 00	

HOLIDAYLINE (UK) LIMITED - IN LIQUIDATION

SUMMARY OF LIQUIDATOR'S EXPENSES

	Category 1 Incurred in the period 7\7\15 to 6\7\16	Category 2 Incurred in the period 7\7\15 to 6\7\16
Photocopying		£2
Statutory advertising	£230	
Specific bond	£950	
Court filing	£10	
Companies House search		£20
Postage		£8
	<u>£1,190</u>	<u>£30</u>
Drawn	£0	£0
Outstanding	<u>£1,190</u>	<u>£30</u>
External expenses paid		
Plexus Law	£3,858	
RBS Accountants Limited	£594	
Companies House	£1,500	
Svenska Handelsbanken AB (publ)	£42	
Taylor Roase TTKW	£59	
Jaggards Limited	£59	

Antony Batty & Company LLP**Time Costs – Charge out rates per hour and disbursements policy****1 April 2013 – 31 March 2017****Hourly charge out rates****2013\17**

Office Holder (e.g. Liquidator)	£399
Senior Manager	£335
Case Manager	£295
Senior Administrator	£235
Administrator	£145
Junior Administrator	£80

Please note that these rates may be increased from time to time. Creditors will be notified of changes in the annual report.

Time is recorded in units of six minutes, the minimum unit of time is therefore 6 minutes.

Members of staff with the appropriate level of experience and authority have been and will be used for the various aspects of work necessary in this assignment.

Disbursement Policy

Please note that the liquidator's disbursements are charged out at the following rates -

Category 1 - represent recovery of necessarily incurred disbursements at the cost incurred. Sundry disbursements, such as advertising, where incurred appropriately, are recharged at 100% of the cost incurred.

There is a statutory requirement to advertise the following notices in the London Gazette: first meeting of creditors, resolutions for winding-up, appointment of Liquidators, final meetings and notices to creditors to submit claims. The London Gazette's price list can be accessed at <https://www.thegazette.co.uk/place-notice/pricing>.

Insurance and bonding is recharged at 100% of the relevant charge to the office holder.

There is a statutory requirement for the Liquidator to apply for specific bond cover based on the expected realisations in each appointment. The bond premiums may be found on our website <http://antonybatty.com/resource>.

Travel costs with the exception of mileage costs are recharged at 100% of the cost incurred.

VAT is charged as appropriate.

Category 2

Photocopying	15p per sheet
Postage	Royal Mail postage rates (Non-franked mail)
Faxes	UK £1 per sheet
	International £2 per sheet
Internal meeting room hire -	£100 per hour, (minimum 1 hour)
Storage	£35 per box per annum
Companies House search	£20 per company
File set up, stationery & record retention	£50 per folder
Travel where Antony Batty & Company LLP staff use their own vehicles in the course of their duties in this matter, the mileage is recharged at 45p per mile.	

VAT is charged as appropriate.