

Rules 4.31

**The Insolvency Act 1986
 Notice of Final Meeting of
 Creditors
 Pursuant to Sections 171(6) and
 172(8) of the Insolvency Act 1986
 and Rule 4.31(4) of the
 Insolvency (Scotland) Rules 1986**

R4.31

To the Accountant in Bankruptcy
 To the Registrar of Companies
 To the Court

For Official Use

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Company Number

SC366336

Name of Company

Insert full name of
 company

PPF Shipping Ltd

Insert full name and
 address

I/We James Stephen
 4 Atlantic Quay
 70 York Street
 Glasgow

Francis Graham Newton
 Central Square
 29 Wellington Street
 Leeds

* Delete whichever does not
 apply

the liquidators of the above company give notice that the Final General Meeting of creditors under section 146 of the Insolvency Act is deemed, in terms of Rule 4.31(5), to have been held on 9 May, 2018 and we attach a copy of the report which was laid before the meeting.

* No quorum was present at the meeting

* ~~The following resolutions were passed by the meeting~~

WeI were released as liquidators

Signed



Date 9 May 2018

Presenter's name,
 address and reference
 (if any)

00247110
 PPF Shipping Ltd

 James Stephen
 BDO LLP
 4 Atlantic Quay
 70 York Street
 Glasgow
 G2 8JX

For Official Use

Liquidation Section

Post Room

MONDAY



SCT 14/05/2018 #65
 COMPANIES HOUSE

Report of the Winding up of PPF Shipping Ltd (In Liquidation) Pursuant to Section 146 of the Insolvency Act 1986 and Rule 4.31

Background

Company Number:	SC366336
Date of Petition & for Claims:	10 November 2014
Date of Winding Up Order:	09 December 2014
Court:	Court of Session
Court Reference:	P1140/14
1st Meeting of Creditors:	19 January 2015
Basis of Remuneration:	Time costs
Committee Appointed:	No. Fees fixed by the Court.

The company traded as a fulfilment Company from leased premises at Mailing House, Mill Road Industrial Estate, Linlithgow, West Lothian. In terms of the EC Regulations the Company's main centre of interest was in the United Kingdom.

The Company ceased to trade prior to the appointment of the Joint Liquidators.

At the date of appointment, the company's assets consisted of packaging stock, book debts and VAT refunds due from HM Revenue & Customs.

Receipts & Payments

We have attached a receipts and payments account showing the realisations made from the company's book assets.

The "Over Charge VAT refund" of £874,400.59 was received from HM Revenue & Customs and was the subject of a subsequent judicial review.

Vanguard Economics LLP ("Vanguard") requested a judicial review of HMRC's decision to pay Phytoscience Limited (In Liquidation) a pre Liquidation VAT reclaim as the representative member of the VAT group. The VAT in question related to transactions undertaken by PPF Shipping Limited as a member of the VAT group.

Vanguard argued that £412,859.94 of the HMRC repayment should have been made to them. All parties made submissions to the Court and a hearing held in the Court of Session in April 2017. Vanguard Economics LLP also lodged a note in the Liquidation process with the Court of Session, seeking that the Court to make a direction under S167 of the Insolvency Act 1986.

The direction sought was that the Joint Liquidators to pay to it the VAT repayment which HMRC wrongly paid to them in breach of the Noter's EU law right to it. Specifically, they sought directions of the Court (1) finding that the Second Claim should not have been paid to the Joint Liquidators and is not an asset of the Company available to meet the claims of its creditors and (2) that the sum should be paid to the Noter.

We engaged Harper MacLeod LLP, solicitors to make the appropriate legal representations to the Court of Session on both matters. During the judicial review process pre liquidation correspondence came to light that resulted in HM Revenue & Customs coming to the conclusion that had they known of the correspondence they would have paid the £412,859.94 to Vanguard Economics LLP and not the Company in Liquidation.

An order was made by the Court of Session instructing the Joint Liquidators to pay £412,859.94 plus interest on this sum received in the hands of the Joint Liquidators to Vanguard Economics LLP. The Joint Liquidators paid these sums as instructed by the Court.

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Joint Liquidators' Fees

The Joint Liquidators' fees were drawn after approval by the Court of Session.

Period	Fee (Excl VAT)	Outlays (Exc VAT)
10/11/14 to 9/05/15	£52,180.70	£230.71
10/05/15 to 9/05/16	£38,071.60	£202.50
10/5/16 to close of Liquidation	£49,373.35	£110.38
Total	£139,625.65	£543.59

The Court's approvals were intimated to creditors in terms of Statement of Insolvency Practice No 9 before the fees were drawn. A summary of our total time costs (£140,301.15) is attached to this report your information.

A creditor's guide to office holder remuneration can be accessed via:

<https://www.icas.com/technical-resources/creditor-guides-to-office-holder-remuneration>

Distributions to Creditors

Preferential Creditors

There were sufficient funds available to enable a distribution of 100p in the £ to be made to preferential creditors. (£15,721.08)

Floating Charge

Bank of Scotland ('the Bank') held a floating charge created on 10 May 2013 and registered on 30 May 2013. The charge covered all the property or undertaking of the company. The Bank lodged a claim in the Liquidation of £121,968.73 which was paid in full.

Unsecured Creditors

As the floating charge holder was paid in full an interim distribution of 8.67p in the £ was paid to unsecured creditors on 22 April 2016. Following the finalisation of the expenses of the Liquidation a final distribution of 0.66p in the £ was paid to unsecured creditors on 12 March 2018. The total sum distributed to unsecured creditors was £232,817.37

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Consigned Funds

A number of uncashed unsecured creditor dividend cheques, totalling £29,665.27 were consigned with the Accountant of Court.

The contact details for the Accountant of Court are as follows:

Accountant of Court Funds
Administration Team
Hadrian House
Callendar Business Park
Callendar Road
Falkirk FK1 1XR
Tel: 01324 677742
Fax: 01324 678365
Email: funds@scotcourts.gov.uk



James Stephen
Joint Liquidator

James Stephen is authorised to act as an insolvency practitioner in the UK by the Institute of Chartered Accountants in England & Wales. Office holder number 9273; and Francis Graham Newton is authorised to act as an insolvency practitioner in the UK by the IPA. Office holder number 9310.

The Joint Liquidators are bound by the Insolvency Code of Ethics which can be found at:
<https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>

The Joint Liquidators are Data Controllers as defined by the Data Protection Act 1998. Personal data will be kept secure and processed only for matters relating to the Liquidation.

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Joint Liquidators' Receipts & Payments

PPF Shipping Ltd
(In Liquidation)
Joint Liquidators' Abstract of Receipts & Payments

Statement of Affairs	From 10/11/2017 To 09/05/2018	From 10/11/2014 To 09/05/2018
FIXED CHARGE CREDITORS		
	NIL	412,859.94
	NIL	1,106.46
	NIL	(413,966.40)
ASSET REALISATIONS		
500.00	Stock	1,000.00
NIL	Magnetic Therapy Limited - Debtor	NIL
30,000.00	Book Debts	6,263.89
NIL	Phytoscience (Europe) - Debtor	NIL
NIL	Book Debt - Fulfilment Solutions Ltd	NIL
Uncertain	VAT Refund	58,558.54
Uncertain	Overcharged VAT refund	874,400.59
	Unallocated Debtor Recoveries	20,757.93
	Bank Interest Gross	1,905.83
36,769.61	Funds in TB shown as at Balfour Manso	36,769.61
		999,656.39
COST OF REALISATIONS		
	Petitioner's Costs	3,462.57
	Bordereau	420.00
	Liquidator's Fees	139,625.65
	Liquidators Disbursements	327.62
	Adrian Wood VAT Consultancy	7,150.00
	Professional Fees	2,884.62
	Agents/Valuers Fees (1)	100.00
	Legal Fees - Harper MacLeod LLP	43,465.74
	Court Reporter	7,519.30
	Corporation Tax	196.67
	IT Charges	664.00
	Statutory Advertising	101.52
	Bank Charges	82.90
	Court Fees/ Auditor of Court	9,182.22
		(215,182.81)
PREFERENTIAL CREDITORS		
Uncertain (2,608.00)	Preferential E.P.A.	15,721.08
	Pension Schemes	NIL
		(15,721.08)
FLOATING CHARGE CREDTS		
(121,968.73)	Floating Charge - Bank of Scotland	121,968.73
		(121,968.73)
UNSECURED CREDITORS		
(705,124.79)	Trade & Expense Creditors	232,817.37
Uncertain (141,366.00)	Unsecured E.P.A.	NIL
(24,781.78)	Connected Companies- Phytoscience L	NIL
(1,018,413.13)	Unsecured Taxes	NIL
(600,000.00)	Estock.co.uk ltd damages claim	NIL
	Provision for VAT Overcharged	NIL
		(232,817.37)

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**PPF Shipping Ltd
(In Liquidation)
Joint Liquidators' Abstract of Receipts & Payments**

Statement of Affairs	From 10/11/2017 To 09/05/2018	From 10/11/2014 To 09/05/2018
DISTRIBUTIONS		
(1.00) Ordinary Shareholders	NIL	NIL
	<u>NIL</u>	<u>NIL</u>
<hr/>		
(2,546,993.82)	<u>(72,717.00)</u>	<u>(0.00)</u>
REPRESENTED BY		
The Royal Bank of Scotland		(5.97)
Trade Creditors		5.97
		<u>NIL</u>

