Section 94

The Insolvency Act 1986

Return of Final Meeting in a **Members' Voluntary Winding Up** Pursuant to Section 94 of the **Insolvency Act 1986** 

To the Registrar of Companies

For Official Use

Company Number

00066525

Name of Company

Vera Cruz (Mexico) Railways Limited

\*We David Birne Acre House 11-15 William Road London **NW13ER** 

Brian Johnson Acre House 11-15 William Road London **NW13ER** 

give notice that a general meeting of the company was held/summoned for 16 December 2011 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

Date

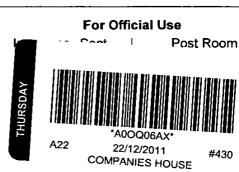
16 December 2011

#430

**Fisher Partners** Acre House 11-15 William Road London NW13ER

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# PEARSON PLC – BATCH 5 – MEMBERS' VOLUNTARY LIQUIDATIONS ("THE COMPANIES") SEE ATTACHED LIST OF COMPANIES "APPENDIX A"

#### FINAL REPORT TO MEMBERS

All matters concerning the Companies have been satisfactorily dealt with I am now in a position to conclude my administration of the liquidations

By way of remember, the following distributions were declared in specie on 31 August 2011

#### **HB** Group Limited

The total sum of £14,436 due to the Company from Melorio Plc and Construction Learning World Limited was distributed in specie to Melorio Plc This represents a distribution of £150 375 per ordinary £1 share

#### Strand Books Limited

The total sum of £2 due to the Company from Penguin Books Limited, was distributed in specie to Penguin Books Limited This represents a distribution of 100p per ordinary £1 share

#### Themescene Limited

The total sum of £5,000 due to the Company from Pearson Plc, was distributed in specie to Pearson Plc This represents a distribution of 100p per ordinary £1 share

## **Zenos Support Services Limited**

The total sum of £100 due to the Company from Zenos Limited, was distributed in specie to Melorio Plc This represents a distribution of 100p per ordinary £1 share

## Dormant10 Limited (Formerly Pearson Property Investments Limited)

The total sum of £5,130 due to the Company from Pearson Plc was distributed in specie to Pearson Plc This represents a distribution of £0 12825 per ordinary 0 125p share

### **Marblemirror Limited**

The total sum of £5,000 due to the Company from Pearson Plc, was distributed in specie to Pearson Overseas Holdings Limited. This represents a distribution of 100p per ordinary £1 share

#### Vera Cruz (Mexico) Railways Limited

The total sum of £168,379 due to the Company from Pearson Management Services Limited was distributed in specie to Pearson Management Services Limited. This represents a distribution of £3 36758 per ordinary £10 share

#### **Broadminster Nominees Limited**

The total sum of £1 25 due to the Company from Sundry Debtors, was distributed in specie to Pearson Plc. This represents a distribution of £0.25 per ordinary £0 25 share

#### **Godfrey Cave Holdings Limited**

The total sum of £369,333 due to the Company from Penguin Books Limited was distributed in specie to Penguin Books Limited This represents a distribution of £73.8666 per ordinary £1 share

#### Payne-Gallway Publishers Limited

The total sum of £1 due to the Company from Pearson Heinemann Limited, was distributed in specie to Pearson Heinemann Limited. This represents a distribution of £100p per ordinary £1 share

#### FT Knowledge Holdings Limited

No distributions were made as there are no assets to distribute. The shareholder is Pearson Plc who held 4,765,002 ordinary £1 shares

#### The Open College Limited

The total sum of £2 due to the Company from Pearson International Finance Limited, was distributed in specie to Pearson International Finance Limited This represents a distribution of £100p per ordinary £1 share

Signed

David Birne - Joint Liquidator

Date-16 December 2011

# Vera Cruz (Mexico) Railways Limited (In Liquidation) Joint Liquidators' Abstract of Receipts & Payments From 25 July 2011 To 16 December 2011

| £            | £                 |                       | S of A £   |
|--------------|-------------------|-----------------------|------------|
|              |                   | ASSET REALISATIONS    |            |
| 168,379 00   | <u>168,379 00</u> | Inter Company Debtor  | 168,379 00 |
|              |                   | DISTRIBUTIONS         |            |
| (168,379 00) | 168,379 00        | Ordinary Shareholders |            |
| NIL          |                   |                       | 168,379.00 |
|              |                   | REPRESENTED BY        |            |

David Birne Joint Liquidator

NIL

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