

Section 94

**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

02963574

Name of Company

MBO 1994 Limited

I/ We

Adrian Peter Berry 1 City Square, Leeds, LS1 2AL

Stephen Roland Browne, PO Box 810, 66 Shoe Lane, London, EC4A 3WA

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

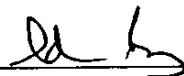
give notice that a general meeting of the company was ~~duly held on~~/summoned for 19 August 2015 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the 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 Deloitte LLP, 1 City Square, Leeds, LS1 2AL

The winding up covers the period from 30 January 2014 (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

Signed



Date

11 19 August 2015

Deloitte LLP
1 City Square
Leeds
West Yorkshire
LS1 2AL

Ref MBO100D/CTF/CTF/SF

THURSDAY



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Q4ENUC5A

27/08/2015

#112

COMPANIES HOUSE

**MBO 1994 Limited
(In Liquidation)
Joint Liquidators' Abstract of Receipts & Payments
From 30 January 2014 To 19 August 2015**

S of A £	£	£
		NIL

REPRESENTED BY

NIL

Note



Adrian Peter Berry
Joint Liquidator

[MVL_067a]

Company Number: 02963574

THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

MBO 1994 LIMITED

(IN MEMBERS' VOLUNTARY LIQUIDATION)

("the Company")

Passed on 19 August 2015

At the final general meeting of the Company duly convened and held at Deloitte LLP, 1 City Square, Leeds, LS1 2AL on 19 August 2015 at 11 30am, the following resolution was duly passed

Ordinary Resolution

"THAT the Joint Liquidators' statement of account for the period of the liquidation be approved "



CHAIRMAN

Date 19 August 2015

**SKIPTON SIBL LIMITED & MBO 1994 LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Companies")**

**REPORT TO BE LAID BEFORE THE FINAL GENERAL MEETING OF THE COMPANIES
CONVENED FOR 19 AUGUST 2015 PURSUANT TO SECTION 94 OF THE INSOLVENCY
ACT 1986 (AS AMENDED)**

7 July 2015

This report has been prepared to be laid before the members at the final meeting to provide the members with an account of the Liquidators' administration of the winding-up of the Companies for the whole period of the liquidations since the date of their appointment on 30 January 2014

The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the members for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever

Adrian Peter Berry and Stephen Roland Browne were appointed Joint Liquidators of Skipton SIBL Limited and MBO 1994 Limited on 30 January 2014

All licensed Insolvency Practitioners of Deloitte LLP are licensed in the UK to act as Insolvency Practitioners

**Adrian Peter Berry & Stephen Roland Browne
Deloitte LLP
1 City Square
Leeds
LS1 2AL**

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APPENDICES

1	Liquidators' Receipts and Payments account for the entire period of the liquidation from 30 January 2014 to 19 August 2015.
2	Formal notices of Final Meetings
3	Proxy Forms

ABBREVIATIONS

For the purpose of this report the following abbreviations shall be used

"the Act"	Insolvency Act 1986 (as amended)
"the Companies"	Skipton SIBL Limited and MBO 1994 Limited (both In Members' Voluntary Liquidation)
"Deloitte"	Deloitte LLP
"the Liquidators"	Adrian Peter Berry and Stephen Roland Browne of Deloitte LLP
"MBO"	MBO 1994 Limited
"the Rules"	Insolvency Rules 1986 (as amended)
"SBS"	Skipton Building Society
"SGHL"	Skipton Group Holdings Limited
"SIBL"	Skipton SIBL Limited

1. INTRODUCTION

1.1 Introduction

This report has been prepared in accordance with section 94 of the Act to provide a final account of the liquidation of the Companies since the Liquidators' appointment on 30 January 2014

This report is the final report to the members of the Companies

1.2 Details of the appointment of the Liquidators

Adrian Peter Berry and Stephen Roland Browne of Deloitte were appointed Joint Liquidators further to the written resolution of the members dated 30 January 2014

For the purposes of section 231 of the Act, the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally

1.3 Final Meeting of Members

Pursuant to section 94 of the Act, final meetings of the Companies' members will be held within the offices of Deloitte LLP, 1 City Square, Leeds, LS1 2AL on 19 August 2015. The final meeting of SIBL will be held at 11 00am and the final meeting of MBO at 11 30am

The purpose of the meetings is to advise the members on the conduct of the liquidations, as disclosed in this report. The following resolutions will be considered at the meetings

Ordinary Resolution

- 1 "THAT the Joint Liquidators' statement of account for the period of the liquidations be approved"

Special Resolution

- 2 "THAT the books, accounts and documents of the Company and of the Joint Liquidators be disposed of as the Joint Liquidators see fit, subject to any legal requirements governing the period of retention"

Formal notices of these meetings are attached at Appendix 2. Proxy forms are attached at Appendix 3, please refer to the notes thereon

1.4 Vacation of Office

Pursuant to section 171(6)(a) of the Act, the Liquidators will vacate office once the final meetings have been held and a notice confirming the holding of the final meetings and any decisions made has been filed at Companies House

The Companies will be dissolved three months after the return of the final meetings has been filed with Companies House

2. LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT

2.1 Introduction

Please refer to Appendix 1 where we have summarised the Receipts and Payments for the entire period of our appointment

2.2 Receipts

There have been no receipts received in either of the Liquidations during the period of our appointment

2.3 Payments

There have been no payments made in either of the Liquidations during the period of our appointment

3. DISTRIBUTIONS TO MEMBERS

3.1 Distributions made

During the liquidations the Liquidators made first and final distributions to the members as follows

SIBL

- 1 In specie distribution to SGHL of £483,192 09 in respect of its 300,000 A preference and 500,000 B preference shares,
- 2 In specie distribution to SBS of £754,987 64 in respect of its 1,250,000 B preference shares, and
- 3 In specie distribution to MBO 1994 of £105,698 27 in respect of its preference shares (see MBO 1994 below)

The distribution of £1,343,878 00 was made on 22 June 2015 at a rate of £0 60399011 per preference share, A preference share and B preference share

MBO 1994

- 1 In specie receipt of £105,698 27 from Skipton SIBL,
- 2 Immediate in specie distribution to SGHL of £105,698 27 in respect of its A preference shares

The distribution of £105,698 27 was made on 22 June 2015 at a rate of £0 038435735 per A preference share

4. LIQUIDATORS' REMUNERATION AND EXPENSES

4.1 Liquidators' Remuneration and Expenses

There were no funds in either of the estates. The Liquidators' fees and expenses were met by SBS and calculated by reference to the time properly given by the Liquidators and their staff in attending to matters arising in the liquidation, calculated at the prevailing standard hourly charge-out rates used by Deloitte at the time when the work was performed. The fees were, however, agreed as a fixed amount of £6,000 plus VAT per liquidation. The total amount paid was £12,000 plus VAT.

4.2 Expenses

Please refer to the table below for details of expenses incurred by the Liquidators

Nature of disbursement (£)	Incurred	Paid to date	Outstanding
HM Land Registry Searches	22 00	22 00	0 00
Statutory Bonding	40 00	40 00	0 00
Statutory Advertising	686 80	686 80	0 00
Total	748 80	748 80	0 00

As advised in Section 4.1 above the Liquidators' expenses were met by SBS.

As can be seen, there are no outstanding expenses.

4.3 Other professional costs

There have been no professional costs incurred or paid during the Liquidations.

4.4 Members' right to request further information

Members of the Companies with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Companies, or, any member with permission of the Court, may, in writing, request the Liquidators to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report.

4.5 Members' right to challenge Remuneration and/or Expenses

Members of the Companies with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Companies, or, any member with permission of the Court, may apply to the Court for one or more orders, reducing the amount or the basis of remuneration which the Liquidators are entitled to charge or otherwise challenging some or all of the expenses incurred.

Please note that such challenges may not disturb remuneration or expenses approved under prior reports.

SKIPTON SIBL LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)

JOINT LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT AS AT 19 AUGUST 2015

	Declaration of Solvency Estimated to Realise (£)	30 January 2014 to 19 August 2015
RECEIPTS		
Intercompany Loan	1,343,878 00	
	<u>1,343,878 00</u>	<u>0 00</u>
PAYMENTS		
	<u> </u>	<u>0 00</u>
Balance	<u> </u>	<u>0 00</u>
<i>Source Deloitte Analysis</i>		

MBO 1994 LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)

JOINT LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT AS AT 19 AUGUST 2015

	Declaration of Solvency Estimated to Realise (£)	30 January 2014 to 19 August 2015
RECEIPTS		
	<u>0 00</u>	<u>0 00</u>
PAYMENTS		
	<u>0 00</u>	<u>0 00</u>
Balance	<u>0 00</u>	<u>0.00</u>
<i>Source Deloitte Analysis</i>		

SKIPTON SIBL LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)

FORMAL NOTICE OF FINAL MEETING

**SKIPTON SIBL LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

Company Number: 02773693
Registered Office: 1 City Square, Leeds, LS1 2AL
Principal Trading Address: The Bailey, Skipton, BD23 1DN
Previous Name(s): Sterling International Brokers
Date of Liquidation: 30 January, 2014

NOTICE IS HEREBY GIVEN, pursuant to Section 94 of the Insolvency Act 1986 (as amended), that a final general meeting of the Company will be held at Deloitte LLP, 1 City Square, Leeds, LS1 2AL on 19 August 2015 at 11 00am, for the purpose of receiving an account showing the manner in which the winding up has been conducted and the property of the Company disposed of, and of hearing any explanation that may be given by the Joint Liquidators

The meeting will also consider and, if thought fit, pass the following resolution

Ordinary Resolution

- 1 "THAT the Joint Liquidators' statement of account for the period of the liquidation be approved"

Special Resolution

- 2 "THAT the books, accounts and documents of the Company and of the Joint Liquidators be disposed of as the Joint Liquidators see fit, subject to any legal requirements governing the period of retention"

Any member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member of the Company. Proxy forms to be used at the meeting must be lodged with the Joint Liquidators at Deloitte LLP, 1 City Square, Leeds, West Yorkshire, LS1 2AL no later than 12 noon on the preceding business day

Please contact Craig Florence on +44 113 292 1574 or at crflorence@deloitte.co.uk for further information

Adnan Peter Berry
Joint Liquidator
Office Holder Number 008601

Stephen Roland Browne
Joint Liquidator
Office Holder Number 009281

Dated 07 July 2015

MBO 1994 LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)
FORMAL NOTICE OF FINAL MEETING

MBO 1994 LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")

Company Number: 02963574
Registered Office: 1 City Square, Leeds, LS1 2AL
Principal Trading Address: The Bailey, Slipton, BD23 1DN
Previous Name(s): Ashtrack Limited (until 07.10.1994)
Date of Liquidation: 30 January, 2014

NOTICE IS HEREBY GIVEN, pursuant to Section 94 of the Insolvency Act 1986 (as amended), that a final general meeting of the Company will be held at Deloitte LLP, 1 City Square, Leeds, LS1 2AL on 19 August 2015 at 11 30am, for the purpose of receiving an account showing the manner in which the winding up has been conducted and the property of the Company disposed of, and of hearing any explanation that may be given by the Joint Liquidators

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Please contact Craig Florence on +44 113 292 1574 or at crflorence@deloitte.co.uk for further information

Adrian Peter Berry
Joint Liquidator
Office Holder Number 008601

Stephen Roland Browne
Joint Liquidator
Office Holder Number 009281

Dated 07 July 2015

RULE 8.1 INSOLVENCY RULES 1986
MEMBER'S PROXY (MEMBERS' VOLUNTARY WINDING UP)

SKIPTON SIBL LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")

NOTES TO HELP COMPLETION OF FORM

Please give full name and
address for communication

Name of member

Address

Please insert name of person
(who must be 18 or over) or
the "Chairman of the meeting"
(see note below)

Name of proxy-holder

1

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 alternative(s) as well

2

3

I appoint the above person to be my / the member's proxy-holder at the final general meeting of the Company to be held on 19 August 2015, or at any adjournment of that meeting

VOTING INSTRUCTIONS FOR RESOLUTIONS

Please delete either words "FOR" or "AGAINST" to indicate your voting intentions

Ordinary Resolution

- 1 "THAT the Joint Liquidators' statement of account for the period of the liquidation be approved "

FOR / AGAINST

Special Resolution

- 2 "THAT the books, accounts and documents of the Company and of the Joint Liquidators be disposed of as the Joint Liquidators see fit, subject to any legal requirements governing the period of retention "

FOR / AGAINST

Any 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 above. If more room is required please use the other side of this form

THIS FORM MUST BE SIGNED

Signature

Name (in CAPITALS)

Date

Only to be completed if the
member has not signed in person
company)

Position with member or relationship to member or other
authority for signature (e.g. director / secretary of the

**RULE 8 1 INSOLVENCY RULES 1986
MEMBER'S PROXY (MEMBERS' VOLUNTARY WINDING UP)**

**MBO 1994 LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

NOTES TO HELP COMPLETION OF FORM

Please give full name and
address for communication

Name of member

Address

Please insert name of person (who must be 18 or over) or the "Chairman of the meeting" (see note below)	Name of proxy-holder
	1
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 alternative(s) as well	2
	3

I appoint the above person to be my / the member's proxy-holder at the final general meeting of the Company to be held on 19 August 2015, or at any adjournment of that meeting

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Please delete either words "FOR" or "AGAINST" to indicate your voting intentions

Ordinary Resolution

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FOR / AGAINST

Special Resolution

- 2 "THAT the books, accounts and documents of the Company and of the Joint Liquidators be disposed of as the Joint Liquidators see fit, subject to any legal requirements governing the period of retention "

FOR / AGAINST

Any 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 above. If more room is required please use the other side of this form

THIS FORM MUST BE SIGNED

Signature

Name (in CAPITALS)

Date

Only to be completed if the
member has not signed in person
company)

Position with member or relationship to member or other
authority for signature (e g director / secretary of the

Paste as a picture the second page of Proxy Form

- - - - -