

Section 94

Form 4.71

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

02994068

Name of Company

Grove Fresh Limited /

I/ We

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

Christopher Richard Frederick Day, 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 March 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, Athene Place, 66 Shoe Lane, London, EC4A 3BQ

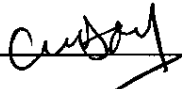
The winding up covers the period from 10 November 2014 (opening of winding up) to the final meeting (close of winding up)

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

The following resolution was passed:

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

Signed



Date 19 March 2015

Deloitte LLP
PO Box 810
66 Shoe Lane
London
EC4A 3WA

Ref GROV00L/CMW/PL/SF

WEDNESDAY



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25/03/2015

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COMPANIES HOUSE

GROVE FRESH LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)

Joint Liquidators' Abstract of Receipts and Payments
for the period from 10 November 2014 to 19 March 2015

	Declaration of Solvency Estimated to Realise	Whole period of liquidation from 10 November 2014 to 19 March 2015
	£	£
Receipts		
Investment in Frische (UK) Limited	250 00	Nil
	<u>250.00</u>	<u>Nil</u>
Payments		
Amount due to Frische (UK) Limited	(2 00)	Nil
	<u>(2 00)</u>	<u>Nil</u>
Balance in Hand	<u><u>Nil</u></u>	<u><u>Nil</u></u>

Note:

An in-specie distribution (by set-off) was received from the subsidiary undertaking, Frische (UK) Limited (In Liquidation), on 14 January 2015 in respect of the company's shareholding of 2 Ordinary £1 Shares (i.e. at the rate of £1 per Ordinary £1 Share)



Christopher Richard Frederick Day
Joint Liquidator

**GROVE FRESH LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

**REPORT TO MEMBERS PURSUANT TO SECTION 94 OF THE INSOLVENCY ACT 1986 AND
RULE 4.126A(4) OF THE INSOLVENCY RULES 1986 (AS AMENDED)**

19 March 2015

This report has been prepared to be laid before the member at the final meeting to provide the member with an account of the liquidators' administration of the winding up of the Company for the whole period of the liquidation since the date of their appointment on 10 November 2014

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

Stephen Roland Browne and Christopher Richard Frederick Day were appointed Joint Liquidators of Grove Fresh Limited on 10 November 2014.

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

**Stephen Roland Browne and Christopher Richard Frederick Day
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Athene Place
66 Shoe Lane
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**GROVE FRESH LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

LIQUIDATORS' REPORT

At the outset of the liquidation, on the basis of the information stated on the Declaration of Solvency, there was an investment in the Company's subsidiary undertaking, Frische (UK) Limited of £250 and amount due to Frische (UK) Limited of £2. No further material assets or liabilities have come to light during the course of the liquidation.

An in specie distribution (by set-off) was received from Frische (UK) Limited (In Liquidation) on 14 January 2015 in respect of the Company's shareholding of 2 Ordinary £1 Shares (i.e. at the rate of £1 per Ordinary £1 Share).

The matters completed during the course of the liquidation have included mandatory liquidation tasks such as statutory advertising, filings and notifications of the liquidation, plus obtaining formal clearances/searches from HM Land Registry and The Pension Tracing Service. I have also liaised with HM Revenue & Customs in order to settle tax issues, including corporation tax, PAYE & NIC and VAT clearances.

The liquidators' fees and expenses have been settled externally by a fellow group company, Wellness Foods Limited. The basis of the remuneration was fixed by reference to the time properly spent by the liquidators and their staff in attending to matters arising in the winding up. The basis was fixed by resolution of the sole shareholder.

No assets have proved to be unrealisable.

Amounts paid into the Insolvency Service Account in respect of:

- | | | |
|-----|--|------|
| (a) | unclaimed dividends payable to creditors in the winding up | £Nil |
| (b) | other unclaimed dividends in the winding up | £Nil |
| (c) | Monies held by the Company in trust in respect of dividends or other sums due before the commencement of the winding up to any person as a member of the Company | £Nil |


Christopher Richard Frederick Day
Joint Liquidator

Date: 19 March 2015

Company Number. 02994068

THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

GROVE FRESH LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")

Passed on 19 March 2015

At the final general meeting of the Company duly convened and held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 19 March 2015 at 10 15 a m , the following resolution was duly passed

Ordinary Resolution

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


C R F Day
CHAIRMAN

Date 19 March 2015

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25/03/2015
COMPANIES HOUSE

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