

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

04541337

Name of Company

Henderson BRLP2 Limited

I / We

John David Thomas Milsom, 15 Canada Square, Canary Wharf, London, E14 5GL

Allan Watson Graham, 15 Canada Square, Canary Wharf, London, E14 5GL

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 12 May 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 15 Canada Square, London, E14 5GL~~

The winding up covers the period from 25 July 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
No quorum was present at the meeting and the chairman the liquidators would accordingly vacate their office and have their release, pursuant to section 173(2)(d) of the Insolvency Act 1986, immediately after sending a copy of the final account to the Registrar of Companies

Signed



Date

12-5-2015

KPMG LLP
15 Canada Square
Canary Wharf
London
E14 5GL

Ref HE811D0218/PJL/MS

THURSDAY



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14/05/2015

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COMPANIES HOUSE

Henderson BRLP 2 Limited (in members' voluntary liquidation) ("the Company")

Liquidators' final progress report for the period from 25 July 2014 to 12 May 2015 presented at the final meeting of members held on 12 May 2015

| | |
|--------------------------------|---|
| Name | Henderson BRLP 2 Limited |
| Trading name / Former names | Pearl (Kingsley House 2) Limited (until 21/01/2005) |
| Company number | 04541337 |
| Previous registered office | 201 Bishopsgate, London, EC2M 3AE |
| Present registered office | KPMG LLP, 15 Canada Square, London E14 5GL |
| Joint liquidators | John David Thomas Milsom & Allan Watson Graham |
| Joint liquidators' address | KPMG LLP, 15 Canada Square, London E14 5GL |
| Date of appointment | 25 July 2014 |
| Appointed by | Members |

Receipts and payments

Declaration of solvency

| £ | ASSET REALISATIONS | £ | £ |
|------------------|-----------------------|-------|------------------------|
| 1 | Inter-company debt | _____ | |
| | DISTRIBUTIONS | | |
| | Ordinary shareholders | _____ | |
| _____ | | | _____ |
| <u><u>1*</u></u> | | | <u><u> </u></u> |

*see "Distributions" below

Assets & Liabilities

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed a debt due from Henderson Administration Limited. The debt has been distributed by assignment to Henderson Global Investors (Holdings) Limited, the sole shareholder of the Company (see "Distributions" below).

The Company had no known creditors. A notice to creditors to prove their claims in the liquidation was advertised in The London Gazette on 4 August 2014. No creditors were forthcoming as a result of this advertisement.

A search of the Index of Proprietors Names at HM Land Registry in the name and former name of the Company proved negative.

Tax

The Company's tax advisors advised that the Company had dormant corporation tax status. Following their appointment, the joint liquidators sought and received confirmation from HM Revenue and Customs ("HMRC") that the Company had no outstanding corporation tax returns or liabilities, that it would not raise enquiries into any pre or post liquidation periods and that it had no objection to the liquidators calling a final meeting of members to conclude the liquidation.

A similar assurance was sought and received from HMRC in respect of PAYE and the Company has never been registered for VAT.

Distributions

On 1 April 2015 the joint liquidators declared a first and final distribution of the assets of the Company to Henderson Global Investors (Holdings) Limited, as the sole shareholder of the Company

The distribution was at the rate of £1 per £1 ordinary share and was effected by assignment of the debt of £1 due to the Company from Henderson Administration Limited

Joint liquidators' remuneration and expenses

A written resolution was passed on 25 July 2014 that the remuneration of the joint liquidators be fixed at their normal charging rates according to the time properly spent by them and members of their staff in attending to matters arising in the winding up of the Company

In the event, the liquidators' remuneration has been paid by Henderson Global Investors Limited and accordingly no detailed analysis is included in this report



John David Thomas Milsom

John David Thomas Milsom and Allan Watson Graham are authorised to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales