

Section 94

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

To the Registrar of Companies

S.94

Company Number

04735678

Name of Company

Academee Limited

I/We Alan Peter Whalley
Latimer House
5 Cumberland Place
Southampton
SO15 2BHSusan Rosemary Staunton
Latimer House
5 Cumberland Place
Southampton
SO15 2BH

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 26 July 2013 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 2 Chawley Park, Cumnor Hill, Oxford, OX2 9GG

The winding up covers the period from 13 April 2012 (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 meeting of creditors was not quorate and did not resolve against the liquidators having their release

Signed



Date 26 July 2013

James Cowper LLP
Latimer House
5 Cumberland Place
Southampton
SO15 2BH

Ref JACA948L/PW/SRS/TR/IR/JM

FRIDAY

A22 02/08/2013 #243
COMPANIES HOUSE

Academee Limited
(In Liquidation)
Joint Liquidators' Abstract of Receipts & Payments
From 13 April 2012 To 26 July 2013

S of A £		£	£
	ASSET REALISATIONS		
138,133 00	Amount due from parent company	<u>NIL</u>	NIL
	DISTRIBUTIONS		
(1,044 00)	Ordinary Shareholders	<u>NIL</u>	NIL
137,089.00			<u>NIL</u>
	REPRESENTED BY		
			<u>NIL</u>

Alan Peter Whalley
Joint Liquidator

Academee Limited (In Liquidation)

**Final progress report to members pursuant to Section 94 of
the Insolvency Act 1986**

**Sue Staunton & Peter Whalley
James Cowper LLP
2 Chawley Park
Cumnor Hill
Oxford
OX2 9GG**

SUMMARY INFORMATION

The Company	Academee Limited
Registered Number	04735678
Registered Address	2 Chawley Park Cumnor Hill Oxford OX2 9GG
Trading Address	Bollin House Bollin Walk Wilmslow Cheshire SK9 1DP
Activity of the Company	Other services
Date of the Liquidation	13 April 2012
Liquidator Details	Sue Staunton & Peter Whalley James Cowper LLP 2 Chawley Park Cumnor Hill Oxford OX2 9GG
Changes to Office Holders	N/A
Dividend Prospect	A distribution in specie of the debt due in respect of an intercompany loan was distributed on 13 May 2013 to the Company's sole shareholder, MMOW Limited.

Introduction

This final progress report has been prepared in accordance with Rule 4.126A of the Insolvency Rules 1986 to provide members with the information that will be laid before the final meeting of Academee Limited ("the Company") that will be held in accordance with the attached notice of final meeting.

The following attachments accompany this report:

Appendix A – Receipts and payments account for the period of the liquidation.

Appendix B – Member rights to request information and challenge the liquidators' remuneration and expenses.

Appendix C – Notice of final meeting of members to be held on 26 July 2013.

Appendix D – Form of proxy.

Assets

Intercompany Loan

The only asset was an intercompany loan from the Company's parent. This was distributed in specie to the Company's parent on 13 May 2013

The Company has no further assets

Liquidators' Remuneration

The meeting of members held on 21 March 2012 approved the basis of the joint liquidators' remuneration, pursuant to Rule 4.148(2A) of the Insolvency Rules 1986, as a fixed amount of £2,917 in respect of statutory matters and by reference to the time properly given by the liquidators' and their staff in respect of any other matters arising. I can confirm that fees of £2,917 have been drawn as agreed.

In the reporting period the joint liquidators have drawn disbursements of £343.90.

The joint liquidators' have reviewed the work undertaken and reported here and consider this level of costs to be appropriate bearing in mind the nature and complexity of the case.

Charging Policy

The firm's policy is to recharge the following.

- a. Cash disbursements such as company searches, legal notices, postage, external photocopying and subsistence where appropriate at cost.
- b. Mileage in relation to the assignment at rates comparable with those advised by motoring organisations for the vehicles used by firm and its staff.
- c. No charge is made for office overheads, the use of rooms in house, or for incidental expenses.

Statutory Rights

Members have certain rights to request information and challenge the liquidators' remuneration and expenses. Details of these rights can be found at Appendix B

Creditors

There were no creditors identified in the Company's declaration of solvency and none have come forward since the appointment of liquidators

Academee Limited in Liquidation
Final Progress Report dated 22 May 2013

Conclusion

Should any member have any queries regarding this report, please do not hesitate to contact my assistant, Ian Robinson, or me.



Sue Staunton
Joint Liquidator

22 May 2013

Appendix A

Academee Limited
(In Liquidation)
Joint Liquidators' Abstract Of Receipts And Payments
To 22 May 2013

RECEIPTS	Declaration of Solvency (£)	Total (£)
Amount due from parent company	138,133.00	0.00
		<u>0.00</u>
PAYMENTS		
Ordinary Shareholders	1,044.00	0.00
		<u>0.00</u>
Net Receipts/(Payments)		<u>0.00</u>
		<u>0.00</u>
MADE UP AS FOLLOWS		
Current Account		<u>0.00</u>
		<u>0.00</u>

N.B

The amount due from the parent company was distributed in specie to the Company's parent.

Appendix B

Member rights to request information under Rule 4.49E and their right to challenge the liquidator's remuneration & expenses under Rule 4.148C

4.49E – Creditors' and members' request for further information

- 1) If –
 - a) Within the period mentioned in paragraph (2)
 - i. A secured creditor, or
 - ii. An unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or
 - iii. Members of the company in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company, or
 - b) With the permission of the court upon an application made within the period mentioned in paragraph (2) –
 - i. Any unsecured creditor, or
 - ii. Any member of the company in a members' voluntary winding up,

makes a request in writing to the liquidator for further information about remuneration or expenses set out in a progress report in accordance with Rule 4.49B (1)(e) or (f) (including by virtue of Rule 4.49C(5)) or in a draft report under Rule 4.49D, the liquidator must, within 14 days of receipt of the request, comply with paragraph (3) except to the extent that the request is in respect of matter in a draft report under Rule 4.49D or a progress report required by Rule 4.108 which (in either case) was previously included in a progress report not required by Rule 4.108.

- 2) The period referred to in paragraph (1)(a) and (b) is –
 - a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the progress report where it is required by Rule 4.108, and
 - b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report of draft report in any other case.
 - 3) The liquidator complies with this paragraph by either –
 - a) Providing all of the information asked for, or
 - b) So far as the liquidator considers that –
 - i. The time or cost of preparation of the information would be excessive, or
 - ii. Disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
 - iii. The liquidator is subject to an obligation of confidentiality in respect of the information,
- giving reasons for not providing all of the information.
- 4) Any creditor, and any member of the company in a members' voluntary winding up, who need not be the same as the creditors or members who asked for the information, may apply to the court within 21 days of –
 - a) The giving by the liquidator of reasons for not providing all of the information asked for, or
 - b) The expiry of the 14 days provided for in paragraph (1),

and the court may make such order as it thinks just.

- 5) Without prejudice to the generality of paragraph (4), the order of the court under that paragraph may extend the period of 8 weeks or, as the case may be, 4 weeks provided for in Rule 4.131 (1B) or 4.148C(2) by such further period as the court thinks just.
- 6) This Rule does not apply where the liquidator is the official receiver.

4.148C – Members' claim that remuneration is excessive

- 1) Members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or any member with the permission of the court, may apply to the court for one or more orders in paragraph (6) on the grounds that:
 - a) The remuneration charged by the liquidator,
 - b) The basis fixed for the liquidators' remuneration under Rule 4.148, or
 - c) Expenses incurred by the liquidator,

is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate

- 2) The Application must, subject to any order of the court under Rule 4.49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4.142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").
- 3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application, but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party.
- 4) If the application is not dismissed paragraph (3), the court shall fix a venue for it to be heard and give notice to the applicant accordingly.
- 5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it.
- 6) If the court considers the application to be well-founded, it must make one or more of the following orders –
 - a) An order reducing the amount of remuneration which the liquidator was entitled to charge;
 - b) An order fixing the basis of remuneration at a reduced rate or amount;
 - c) An order changing the basis of remuneration;
 - d) An order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation;
 - e) An order that the liquidator or the liquidators' personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify;

And may make any other order that it thinks just; but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.

- 7) Unless the court orders otherwise, the costs of the application shall be paid by the applicant, and are not payable as an expense of the liquidation.

Company Number 04735678

Registered in England and Wales

Academees Limited in member's voluntary liquidation

Registered Office 2 Chawley Park
Cumnor Hill
Oxford
OX2 9GG

Trading Address Bollin House
Bollin Walk
Wilmslow
Cheshire
SK9 1DP

Notice is hereby given that in accordance with Section 94 of the Insolvency Act 1986 that a final meeting of the members of the above company will be held at the office of James Cowper LLP, 2 Chawley Place, Cumnor Hill, Oxford, OX2 9GG on 26 July 2013 at 11.30am for the purposes of:

- (a) having laid before them an account showing how the winding up has been conducted and the company's property disposed of; and
- (b) hearing any explanations that may be given by the liquidator.

A member entitled to attend and vote at the above meeting is entitled to appoint another person as his or her proxy holder to attend and vote instead of him or her. A proxy holder need not be a member of the company. Proxies must be duly completed and lodged at the address shown above no later than 12 noon on 25 July 2013

Dated this 22 May 2013



Sue Staunton
Joint Liquidator

Any queries in relation to this notice should be to Ian Robinson of James Cowper LLP on 02380 221 222.

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Sue Staunton
Joint Liquidator

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Rule 8.1

Insolvency Act 1986

Form 8.5

Proxy (Members' Voluntary Winding Up)

Academee Limited

Name of Member

Address

Name of Proxy Holder

Please insert name of person (who must be 18 or over) or the chairman of the meeting (see note below) if you wish to provide for alternative proxy holders in the circumstances that your first choice is unable to attend please state the name(s) of the alternatives as well

Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion

Please complete paragraph 1 if you wish to nominate or vote for a specific person as liquidator

Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion

Any other 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 below paragraph 1. If more room is required please use the other side of this form

This form must be signed

Only to be completed if the creditor/member has not signed in person

1 _____

2 _____

3 _____

I appoint the above person to be my proxy holder at the meeting of members to be held on 26 July 2013, or at any adjournment of that meeting. The proxy holder is to propose or vote as instructed below (and in respect of any resolution for which no specific instruction is given, may vote or abstain at his/her discretion)

Voting Instructions for resolutions

1. The joint liquidators be given their release.

Accept / Reject

[In the event of a person named in paragraph 1 withdrawing or being eliminated from any vote for the release of a liquidator the proxy-holder may vote or abstain in any further ballot at his/her discretion]

Signature _____ Date _____

Name in CAPITAL LETTERS _____

Position with creditor/member or relationship to creditor/member or other authority for signature _____

Please note that if you nominate the chairman of the meeting to be your proxy-holder he will either be a director of the company or the current liquidator. Remember there may be resolutions on the other side of this form