

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

05250669

Name of Company

Equaterra UK 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 summoned for 5 August 2016 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 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 12 August 2015 (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 noted that the liquidators would accordingly vacate office and be released immediately after sending a copy of the final account to the register of companies pursuant to 173(2)(d) of the Insolvency Act 1986

Signed

Date 10 08 16

Signed under power of attorney by Robert Croxson

KPMG LLP
15 Canada Square
Canary Wharf
London
E14 5GL

Ref KF81993404/RCL/MF/MS

THURSDAY



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11/08/2016

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COMPANIES HOUSE

POWER OF ATTORNEY

THIS POWER OF ATTORNEY made this 15 day of October 2015 by John David Thomas Milsom of KPMG LLP, 15 Canada Square, Canary Wharf, London E14 5GL (hereinafter called "the Principal") **WITNESSES** as follows

- 1 **THE PRINCIPAL** hereby severally appoints any of the persons listed in the Schedule hereto (each of whom shall hereinafter be called "the Attorney" and is authorised to act as an insolvency practitioner within the meaning of Section 390(2) of the Insolvency Act 1986 (the "Act")) to be the Attorney of the Principal and in his name and on his behalf and as his act and deed or otherwise, pursuant to Section 25 of the Trustee Act 1925 (as substituted by Section 5 of the Trustee Declaration Act 1999
 - 1 1 to exercise to the fullest extent permitted by law all and any powers and to perform and discharge all and any of the functions and duties conferred or imposed upon the Principal as the holder of, and by virtue of his appointment to, any office, appointment or position as may be held by an insolvency practitioner within the meaning of Part XIII of the Act or any other similar office, appointment or position or as receiver and/or manager of the assets, liabilities or affairs of any individual, corporation, or other person or body of persons,
 - 1 2 and for the purposes aforesaid or any of them to appoint and remove at his pleasure any substitute for or agent under him in respect of all or any of the matters aforesaid upon such terms as the Attorney shall think fit **PROVIDED THAT** such substitute or agent shall be authorised to act as an insolvency practitioner within the meaning of Section 390(2) of the Act,
 - 1 3 generally to execute any deed or sign any document in his own name which may be required and to do any other act matter or thing which the Attorney shall consider necessary or expedient for carrying out any of the purposes or acts hereby authorised in the same manner and as fully and effectively in all respects as the Principal could have done if personally present,
 - 1 4 the Principal agrees to indemnify the Attorney against all expenses, losses and liabilities incurred by him when acting in pursuance of this power,
 - 1 5 this Power of Attorney shall come into force at 12 O' on 15 10 15 and shall remain in force for 12 months expiring at 12 O' on 15 10 16.
 - 1 6 this Power of Attorney shall be construed and interpreted according to the law of England and Wales.
2. **THE PRINCIPAL** hereby undertakes to ratify everything which the Attorney or any substitute or agent appointed by him under the aforesaid powers shall do or purport to do by virtue of these presents.
3. **THE PRINCIPAL** hereby revokes any previous Power of Attorney and ratifies all acts carried out by the Attorney under the previous Power of Attorney

IN WITNESS whereof the Principal has executed and delivered this Power of Attorney as a Deed the day and year first written

Signed and delivered as a Deed by the said
John David Thomas Milsom



in the presence of

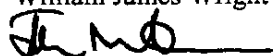
Witness Name KATIE SEVENOAKS

Witness Address 15 CANADA SQUARE, LONDON, E14 5GL

Witness Occupation SECRETARY

SCHEDULE TO THE POWER OF ATTORNEY OF JOHN DAVID THOMAS MILSOM

Edward George Boyle
David Costley-Wood
Robert Andrew Croxen
Mark Granville Firmin
Richard Dixon Fleming
Allan Watson Graham
Brian Green
Colin Michael Trevethyn Haig
Richard Heis
Christine Mary Lavery
Jonathan Charles Marston
Blair Carnegie Nimmo
Mark Jeremy Orton
Richard James Philpott
David John Standish
James Robert Tucker
Michael Steven Walker
William James Wright



15 October 2015

EquaTerra UK Limited - in Members' Voluntary Liquidation (the 'Company')

Liquidators' final progress report for the period from 12 August 2015 to 5 August 2016 presented at the final meeting of members held on 5 August 2016

Name	EquaTerra UK Limited
Trading name / Former names	No previous names
Company number	05250669
Previous registered office	The Broadgate Tower, Third Floor, 20 Primrose Street, London EC2A 2RS
Present registered office	KPMG LLP, 15 Canada Square, London E14 5GL
Joint Liquidators	John David Thomas Milsom and Allan Watson Graham
Joint Liquidators' address	KPMG LLP, 15 Canada Square, London E14 5GL
Date of appointment	12 August 2015
Appointed by	Members

*EquaTerra UK Limited - in Members' Voluntary Liquidation
Liquidators' final progress report for the period from 12 August 2015 to
5 August 2016 presented at the final meeting of members held on 5 August 2016*

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
225,483	Inter-company debt	<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	<u>NIL</u>
<u>225,483</u>			<u>NIL</u>

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed a debt totalling £225,483 due from KPMG Sourcing Limited, the Company's immediate parent. The debt has been distributed by set off (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 21 August 2015.

Searches of the Index of Proprietors Names at HM Land Registry (in the Company's present and former names) 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 VAT matters.

Distributions

On 5 July 2016 the Joint Liquidators declared a first and final distribution of the assets of the Company to KPMG Sourcing Limited, as the sole beneficial shareholder of the Company.

The distribution was at the rate of £225,483 per £1 Ordinary share and was effected by set off against the debt of £225,483 due to the Company by KPMG Sourcing Limited.

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Joint Liquidators' remuneration and expenses

A written resolution was passed on 12 August 2015 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 another group company and accordingly no detailed analysis is included in this report



Signed

John David Thomas Milsom
Joint Liquidator

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