

## 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

05271553

Name of Company

DGL Acquisitions Limited

We

Christopher Richard Frederick Day, PO Box 810, 66 Shoe Lane, London, EC4A 3WA

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~~ 25 April 2017 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 Athene Place, 66 Shoe Lane, London, EC4A 3BQ

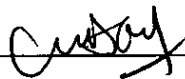
The winding up covers the period from 27 September 2016 (opening of winding up) to the final meeting (close of winding up).

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

The following resolutions were passed.

That the Joint Liquidators' statement of account for the period of the liquidation be approved.

Signed

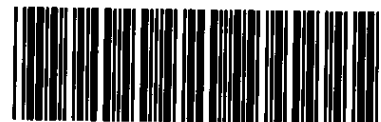


Date 26 April 2017

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

Ref: WEST29L/ECB/CS/CPB

FRIDAY



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28/04/2017

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COMPANIES HOUSE

**DUELGUIDE LIMITED (Company Number: 04918763)**  
**DGL ACQUISITIONS LIMITED (Company Number: 05271553)**  
**WESTFIELD ACQUISITION LIMITED (Company Number: 05241385)**  
**(ALL IN MEMBERS' VOLUNTARY LIQUIDATION)**  
**("the Companies")**

**HILL HOUSE**  
**1 LITTLE NEW STREET**  
**LONDON**  
**EC4A 3TR**

**REPORT TO BE LAID BEFORE THE FINAL GENERAL MEETING OF THE COMPANIES CONVENED FOR 25 APRIL 2017 PURSUANT TO SECTION 94 OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the ACT").**

25 April 2017

**Stephen Roland Browne and Christopher Richard Frederick Day ("the Liquidators") were appointed Joint Liquidators of the Companies further to the written resolution of the members dated 27 September 2016. All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.**

**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.**

**This report has been prepared for the sole purpose of updating the members for information purposes. The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by members for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.**

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#### **APPENDICES**

- 1. Liquidators' Receipts and Payments accounts for the period from 27 September 2016 to 25 April 2017 and for the period of the appointment.**

<b>1. EXECUTIVE SUMMARY</b>	
<b>Key Messages</b>	<b>Commentary</b>
<b>Conduct of the liquidations</b>	<ul style="list-style-type: none"> <li>• The matters completed during the course of the liquidations 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.</li> <li>• We received formal corporation tax clearance from HM Revenue &amp; Customs ("HMRC") in respect of the Companies on 7 December 2016.</li> <li>• We received PAYE and VAT clearance in respect of Duelguide Limited from HMRC on 16 December 2016.</li> <li>• PAYE and VAT clearance in respect of DGL Acquisitions Limited was received from HMRC on 19 December 2016.</li> <li>• PAYE and VAT clearance in respect of Westfield Acquisition Limited was received from HMRC on 28 November 2016.</li> </ul>
<b>Costs of the liquidations</b>	<ul style="list-style-type: none"> <li>• There are no funds in the estate. Our fees and the costs of the liquidation have been met by an associated company, Westfield Europe Limited.</li> <li>• The basis of our remuneration has been fixed by reference to time costs.</li> </ul>
<b>Future Distributions and Closure</b>	<ul style="list-style-type: none"> <li>• A first and final in specie distribution in respect of Duelguide Limited of £100 to the sole shareholder at the rate of 0.5p per Ordinary 0.5p Share was made on 24 April 2017.</li> <li>• A first and final in specie distribution in respect of DGL Acquisitions Limited of £100 to the Redeemable Ordinary B Shareholder at the rate of £50 per Redeemable Ordinary B 1p Share was made on 24 April 2017.</li> <li>• A first and final in specie distribution in respect of Westfield Acquisition Limited of £50,000 to the sole shareholder at the rate of £1 per Ordinary £1 Share was made on 24 April 2017.</li> </ul>

## **2. SUMMARY AND ACCOUNT OF THE LIQUIDATIONS**

### Asset Realisations

There were no receipts or payments during the period and no additional assets or liabilities have come to light.

### Statutory tasks

During the period we have carried out the following tasks which primarily relate to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- Case set-up and management;
- Statutory reporting;
- Appointment notifications; and
- Correspondence

These tasks are a necessary part of the engagement but do not generate any direct financial benefit for members.

### **Case specific matters**

#### Corporation Tax

We liaised with the Companies' Tax Agents so as to bring corporation tax matters up-to-date and obtained formal clearance from HMRC in respect of the Companies to close the liquidations without further reference to them.

### **3. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT**

Please refer to Appendix 1 where we have summarised the total Receipts and Payments for the Companies for the whole period of liquidation since appointment.

During the period, there were no receipts and no payments in respect of the Companies.

#### **4. INFORMATION FOR MEMBERS**

##### **Distributions made**

A first and final in specie distribution in respect of Duelguide Limited of £100 to the sole shareholder at the rate of 0.005p per Ordinary 0.005p Share was made on 24 April 2017.

A first and final in specie distribution in respect of DGL Acquisitions Limited of £100 to the Ordinary B Shareholder at the rate of £50 per Ordinary 1p Share was made on 24 April 2017.

A first and final in specie distribution in respect of Westfield Acquisition Limited of £50,000 to the sole shareholder at the rate of £1 per Ordinary £1 Share was made on 24 April 2017.

##### **Members' right to request further information**

Members of the Company 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 Company, or, any member with permission of the Court, may, in writing, request us 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, in accordance with Rule 4.49E of the Rules.

##### **Members' right to challenge Remuneration and/or Expenses**

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 permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 4.148C of the Rules), reducing the amount or the basis of remuneration which we 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 or deemed to be approved under prior progress reports.

## 5. LIQUIDATORS' REMUNERATION, AND DISBURSEMENTS

### Basis Of Liquidators' Remuneration

There are no funds in the estates. Our fees and expenses are being met by an associated company, Westfield Europe Limited. Fees are charged on the basis of time properly spent.

### Liquidators' Disbursements

#### Category 1

These are payments made by us direct to third parties and for which no approval is required. The category 1 disbursements for the period, including VAT where applicable, are summarised in the table below.

Nature of expense	Total (£)
Statutory advertising costs	913.68
Statutory bond	230.00
<b>Total</b>	<b>1,143.68</b>

The above costs relate to the Companies and either connected companies and have been recovered in full by the Joint Liquidators.

#### Category 2

These are costs and expenses initially paid by us and which are not generally made to a third party, for example, reimbursement to staff engaged on the case for their mileage costs. These may also include shared or allocated costs. Specific approval is required before these costs and expenses can to be drawn from the liquidation estate.

There were no category 2 disbursements for the entire period of liquidation.



**RECEIPTS AND PAYMENTS ACCOUNT**

**Duelguide Limited**

**Joint Liquidators' final receipts and payments account**  
**For the Period 27 September 2016 to 25 April 2017**

£	Declaration of Solvency values	For the Period 27 September 2016 to 25 April 2017
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**Receipts**

Amount owed by group undertaking	100	Nil
<b>Total receipts</b>		<b>Nil</b>

**Payments**

<b>Total payments</b>		<b>Nil</b>
<b>Balance</b>		<b>Nil</b>

**General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

**NOTES TO THE RECEIPTS AND PAYMENTS ACCOUNT**

A first and final in specie distribution in respect of Duelguide Limited of £100 to the sole shareholder at the rate of 0.5p per Ordinary 0.5p Share was made on 24 April 2017.

**RECEIPTS AND PAYMENTS ACCOUNT**

**DGL Acquisitions Limited**

Joint Liquidators' final receipts and payments account  
For the Period 27 September 2016 to 25 April 2017

£	Declaration of Solvency values	For the Period 27 September 2016 to 25 April 2017
<b>Receipts</b>		
Investments	100	
Amount owed by group undertakings	100	
<b>Total receipts</b>		<b>Nil</b>
<b>Payments</b>		
Amount owed to group undertaking	100	
<b>Total payments</b>		<b>Nil</b>
<b>Balance</b>		<b>Nil</b>

**General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

**NOTES TO THE RECEIPTS AND PAYMENTS ACCOUNT**

A first and final in specie distribution in respect of DGL Acquisitions Limited of £100 to the Ordinary B Shareholder at the rate of £50 per Ordinary 1p Share was made on 24 April 2017.

**RECEIPTS AND PAYMENTS ACCOUNT**

**Westfield Acquisition Limited**

**Joint Liquidators' final receipts and payments account**  
**For the Period 27 September 2016 to 25 April 2017**

£	Declaration of Solvency values	For the Period 27 September 2016 to 25 April 2017
<b>Receipts</b>		
Investments	100	
Amount owed by group undertaking	50,000	
<b>Total receipts</b>		<b>Nil</b>
<b>Payments</b>		
Amount owed to group undertaking	100	
<b>Total payments</b>		<b>Nil</b>
<b>Balance</b>		<b>Nil</b>

**General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

**NOTES TO THE RECEIPTS AND PAYMENTS ACCOUNT**

A first and final in specie distribution in respect of Westfield Acquisition Limited of £50,000 to the sole shareholder at the rate of £1 per Ordinary £1 Share on 24 April 2017.