

Return of Final Meeting in a
Members' Voluntary Winding up

S.94

Pursuant to Section 94 of the Insolvency Act 1986

To the Registrar of Companies

Company Number

05283118

Name of Company

(a) Insert full name
of company

RBS Residential Venture No 2 Limited

(b) Insert full
name(s) and
address(es) We
Of

Laura Waters and Karen Dukes

PricewaterhouseCoopers LLP

7 More London Riverside, London SE1 2RT

(c) Delete as
applicableGive notice that a general meeting of the company was duly summoned for 14
December 2016 pursuant to section 94 of the Insolvency Act 1986, for the

(d) Insert date

purpose of having an account (of which a copy is attached) laid before it

(e) The copy
account must be
authenticated by
the written
signature(s) of the
liquidator(s)showing how the winding up of the company has been conducted, and the
property of the company has been disposed of and no quorum was present at
the meeting(f) insert venue of
meeting

The meeting was held at 141 Bothwell Street, Glasgow, G2 7EQ

The winding up covers the period from 8 January 2016 (opening of winding up)
to the final meeting (close of winding up)The outcome of any meeting (including any resolutions passed at the meeting)
was as follows

No quorum was present

Signed



Date 14/12/16

Presenter's name,
address and
reference

Laura Waters

PricewaterhouseCoopers LLP

(if any) 141 Bothwell Street

Glasgow

G2 7EQ

WEDNESDAY



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21/12/2016

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COMPANIES HOUSE

RBS RESIDENTIAL VENTURE NO 2 LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION (THE COMPANY)

**FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
PREPARED FOR THE FINAL MEETING OF MEMBERS ON 14 DECEMBER 2016**

INTRODUCTION

The Company was placed into members' voluntary liquidation on 8 January 2016 and Laura Waters and Karen Dukes were appointed joint liquidators (the liquidators)

We are required to provide you with a final report on the conduct and outcome of the liquidation. This report is for the period 8 January 2016 to 14 December 2016 and also serves as a progress report from 8 January 2016 to 14 December 2016.

We are also required to give you certain information about the Company and the liquidators, this information is attached as appendix A.

We attach as appendix B a summary of our receipts and payments for the liquidation.

REPORT ON THE LIQUIDATION

Realisation of assets:

The directors' Declaration of Solvency showed that the Company's assets were nil.

After our appointment, the Company's assets were taken under control until distribution.

Realisations from the Company's assets totalled nil.

No additional assets have been identified. There are no assets still to be realised.

Settlement of liabilities:

This section covers all liabilities except any claims of HM Revenue & Customs (HMRC) which are dealt with separately below under HMRC.

The directors' Declaration of Solvency and the Company's records showed the Company had no liabilities.

After our appointment we published a notice in the London Gazette inviting any unknown creditors to send in their claims.

All claims have been agreed and settled at the amounts shown in the directors' Declaration of Solvency.

There are no remaining claims to be agreed or settled.

HMRC:

The directors' Declaration of Solvency and the Company's records showed that the Company had no tax liabilities.

After our appointment, we wrote to HMRC to inform them of our appointment and to request details of any outstanding liabilities. HMRC have confirmed that the Company has no outstanding liabilities.

All matters have now been cleared and HMRC have confirmed their agreement to us closing the liquidation.

RBS RESIDENTIAL VENTURE NO 2 LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION (THE COMPANY)

**FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
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Distributions to shareholders:

At the time of our appointment, the issued share capital of the Company consisted of:

- 500 Ordinary £1 shares

No assets became available to provide a distribution to shareholders. On 7 November 2016 we made a nominal first and final distribution in specie to members totalling £1. The distribution consists of any other assets held by the Company.

OUR FEES AND EXPENSES

Basis of remuneration:

At the time of our appointment, a resolution was passed for us to be paid by reference to the time properly given by us and our staff in dealing with the liquidation.

Funding of the liquidation:

Although fees have been paid to us on the basis specified above, our fees and expenses have not been paid out of the liquidation estate. Instead, The Royal Bank of Scotland Plc has met our fees and expenses for the Company and 6 connected companies.

Remuneration charged:

Our fees for undertaking this assignment and 6 connected companies consist of time costs incurred for both (i) the period up to the day of our appointment and (ii) the period covering the formal liquidation. Our time costs for these periods were:

	£
Work up to liquidation date	34,872
Liquidation – the Period	<u>10,884</u>
	<u>45,756</u>

The above time costs for the liquidation period are calculated to 28 October 2016, being the latest practicable date. This represents 144.61 hours at an average hourly rate of £316.41.

£21,900 has been invoiced for this case and 5 of the connected companies.

Liquidators' expenses:

During the liquidation we have incurred expenses of £8,932 plus VAT. These costs, which will be or have been re-charged, consist of:

	£	£
Category 1 expenses [see Note 1 below]		
Statutory advertising	1,022	
Statutory bonding	<u>10</u>	
		1,032
Category 2 expenses [see Note 2 below]		
PwC Jersey	<u>7,900</u>	
		7,900
Total expenses		<u>8,932</u>

**RBS RESIDENTIAL VENTURE NO 2 LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION
(THE COMPANY)**

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Notes

1. Category 1 expenses represent specific expenditure incurred directly in respect of this liquidation and payment has been to independent third parties
2. Category 2 expenses represent directly referable costs where payment is not to an independent third party

Members' rights re liquidators' remuneration and expenses:

Members are entitled to request further information about our fees and expenses. Such requests need to be made within 21 days of receipt of this report. See Rule 4.49E of the Insolvency Rules 1986 for further detail.

In certain circumstances, members are entitled to claim by way of court application that the liquidators' fees and expenses are excessive. Such applications need to be made within 8 weeks of receipt of this report. See Rule 4.148C of the Insolvency Rules 1986 (as amended) for further detail.

This concludes our report.

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(THE COMPANY)**

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Appendix A

INFORMATION ON THE COMPANY AND THE LIQUIDATORS

Company details:	
Company name:	RBS Residential Venture No 2 Limited
Former names:	RBS BL No 1 Limited, RBSBL (GP) Ltd
Trading name(s)	N/A
Company number:	05283118
Registered office:	135 Bishopsgate, London, EC2M 3UR
Liquidators' details:	
Liquidators' names.	Laura Waters and Karen Dukes (the liquidators)
Liquidators' address:	c/o PricewaterhouseCoopers, 141 Bothwell Street, Glasgow, G2 7EQ
Date of appointment:	8 January 2016
Nature of appointment:	Members' Voluntary Liquidation

Laura Waters and Karen Dukes have been appointed as joint liquidators. Both are licensed in the United Kingdom to act as an Insolvency Practitioner by the Institute of Chartered Accountants in England and Wales. The joint liquidators are bound by the Insolvency Code of Ethics which can be found at <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>

The joint liquidators are Data Controllers of personal data as defined by the Data Protection Act 1998. PricewaterhouseCoopers LLP will act as Data Processor on their instructions. Personal data will be kept secure and processed only for matters relating to the liquidators.

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Appendix B

**ABSTRACT OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
FROM 8 JANUARY 2016 TO 14 DECEMBER 2016**

	£
RECEIPTS	
Inter-group debtors	NIL
	<u>NIL</u>
	£
PAYMENTS	
Distribution to members	NIL
	<u>NIL</u>
BALANCE OF FUNDS HELD	<u>NIL</u>