

## Section 94

**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

05377453

Name of Company

P1 Tasmania Limited

I / We

Malcolm Cohen, 55 Baker Street, London, W1U 7EU

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~~ 17 November 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 the same was done accordingly / ~~no quorum was present at the meeting~~

The meeting was held at 55 Baker Street, London, W1U 7EU

The winding up covers the period from 30 November 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

The following resolutions were approved

- 1) That the Liquidator's report and accounts to 17 November 2016 be and are hereby approved
- 2) That the Liquidator is authorised to dispose of the Company's books and records one year after the dissolution of the Company
- 3) The Liquidator is released

Signed

Date 17 November 2016

BDO LLP  
55 Baker Street  
London  
W1U 7EU

Ref 00259284/MAC/SMB/CH

SATURDAY



A25

\*A5K29976\*

19/11/2016

#363

COMPANIES HOUSE

**P1 Tasmania Limited  
(In Liquidation)  
Liquidator's Abstract of Receipts & Payments  
From 30 November 2015 To 17 November 2016**

S of A £	£	£
		<u>NIL</u>
REPRESENTED BY		<u>NIL</u>

Note

  
\_\_\_\_\_  
Malcolm Cohen  
Liquidator



Tel +44 (0)20 7486 5888  
Fax. +44 (0)20 7487 3686  
DX 9025 West End W1  
www.bdo.co.uk

55 Baker Street  
London W1U 7EU

## TO ALL SHAREHOLDERS

17 November 2016

Our Ref 7/SMB/P1

Please ask for Sharon Bloomfield  
Direct line 020 7893 2905  
Email sharon.bloomfield@bdo.co.uk

Dear Sirs

**P1 Tasmania Limited  
P1 Tasmania Group Limited  
P1 Intermediate One Limited  
P1 Intermediate Two Limited  
P1 Intermediate Three Limited  
P1 Attractions Limited  
P1 Old Opco Limited  
P1 Old Hotels Limited  
(together "the Companies") - All in Members' Voluntary Liquidation**

In accordance with the provisions of Section 94 of the Insolvency Act 1986, I present, for your information, my final progress report on the liquidation for the period 30 November 2015 to 17 November 2016

### Statutory Information

I was appointed Liquidator of the Companies following Resolutions passed on 30 November 2015.

The Companies' registered numbers and their former names are listed below in Schedule A.

Prior to liquidation, the Companies' former registered office was Cavendish House, 18 Cavendish Square, London, W1G 0PJ. The registered office was changed to 55 Baker Street, London, W1U 7EU following my appointment

### Receipts and Payments

There have been no receipts or payments in the period for any of the Companies

The Declarations of Solvency sworn by the Companies' directors detailed that the Companies had no assets and no liabilities

### HM Revenue & Customs ("HMRC")

I am obliged to seek clearances from both the Corporation Tax Inspector and the Enforcement and Insolvency Service unit which deals with VAT and PAYE clearances (as applicable) and which issues HMRC's claim for all taxes

BDO LLP, a UK limited liability partnership registered in England and Wales under number OC305127, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the International BDO network of independent member firms. A list of members' names is open to inspection at our registered office, 55 Baker Street, London W1U 7EU. BDO LLP is authorised and regulated by the Financial Conduct Authority to conduct investment business.

Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at [www.bdo.co.uk/services/business\\_restructuring/authorising\\_bodies\\_of\\_insolvency\\_appointment\\_takers](http://www.bdo.co.uk/services/business_restructuring/authorising_bodies_of_insolvency_appointment_takers)



In March 2016 corporation tax returns were prepared and submitted by the Companies' tax agents for the periods to 31 March 2015. The Companies were dormant after that date and no further returns were deemed necessary.

The Companies were not registered for VAT and did not operate PAYE schemes.

I consequently sought and have now received confirmation from both HMRC departments that there are no outstanding issues and no objections to the final meetings of members being convened.

### **Distributions**

As there are no assets, there will be no distributions in the liquidations.

### **Liquidator's Remuneration**

Pursuant to the Insolvency Rules 1986, as Liquidator, I am obliged to fix my remuneration in accordance with Rule 4.148A(2) of the Insolvency Rules 1986. This permits remuneration to be fixed either:

- (1) as a percentage of the assets realised and distributed, and/or
- (2) by reference to the time the Liquidator and the staff have spent attending to matters in the liquidation, and/or
- (3) as a set amount, and/or
- (4) as a combination of the above.

My remuneration was approved on a time costs basis on the date of my appointment. Time costs to date for all eight Companies total £14,970.5 represented by 35.05 hours of work carried out by myself and my staff at an average hourly rate of £427.12 as detailed by the attached summary. The time costs for any individual company have not exceeded £5,000.

My staff and I have spent time on matters arising in the normal course of the liquidations. The main areas dealt with include:

- liaising with the Companies and its parent group in relation to matters prior to my appointment,
- statutory reporting requirements to members,
- statutory reporting requirements to the Registrar of Companies,
- dealing with statutory advertising requirements;
- liaison with the parent group regarding the submission of tax returns;
- correspondence with HMRC in order to obtain the necessary clearances to close the liquidations,
- convening the final meetings of members.

As agreed with the shareholders of the Companies, the costs of the liquidation including disbursements as outlined below will be paid by an appropriate associated company.

### **Disbursements**

Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements.

The sum of £1,351 09 has been incurred in respect of category 1 disbursements for statutory advertising costs and the costs of the indemnity bonding

**Members' rights**

I provide at the end of this report an extract from the Insolvency Rules 1986 setting out the rights of members to request further information and/or challenge the remuneration or expenses within the liquidations

**Liquidation Closure**

The shareholders were invited to consider the following resolutions

1. That the Liquidator's report and accounts to 17 November 2016 be and are hereby approved.
2. That the Liquidator is authorised to dispose of the Companies' books and records one year after the dissolution of the Companies
3. The Liquidator is released

The resolutions were all duly approved.

**Further Information**

If you have a complaint you should address it in the first instance to the Senior Partner, BDO LLP, 55 Baker Street, London W1U 7EU. If you are still dis-satisfied, complaints to the office holder's regulatory body should be made via the Insolvency Service Complaints Gateway

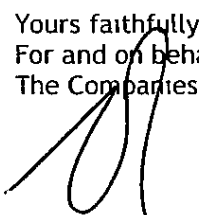
Complaints to the single Complaints Gateway may be made either by

- calling the Insolvency Service Enquiry Line on 0845 602 9848 (Monday to Friday 8am to 5pm), or
- completing and emailing the online complaints form on the Insolvency Service website <http://www.insolvencydirect.bis.gov.uk/contactus/ipcomplaint/complaintform.htm>, or
- completing the online complaints form and posting it to: IP Complaints, Insolvency Service, 3rd Floor, 1 City Walk, Leeds, LS11 9DA.

For more details, please visit: <https://www.gov.uk/complain-about-insolvency-practitioner>

If you have any queries please contact Sharon Bloomfield as detailed above.

Yours faithfully  
For and on behalf of  
The Companies



Malcolm Cohen  
Liquidator  
Enc

SCHEDULE A

Company Name	Company Number	Former names
P1 Tasmania Limited	05377453	Tasmania Holdings Limited - 26/6/2007 Hackremco (No 2241) Limited - 15/3/2005
P1 Tasmania Group Limited	03623056	The Tussauds Group Limited - 26/6/2007 DMWSL 240 Limited - 28/10/1998
P1 Intermediate One Limited	03622835	Tussauds Holdings Limited - 26/6/2007 DMWSL 239 Limited - 28/10/1998
P1 Intermediate Two Limited	00215035	Tussauds Limited - 26/6/2007 The Tussauds Group Limited - 28/10/1998 Madame Tussaud's Limited - 16/3/1998
P1 Intermediate Three Limited	03667099	Tussauds Intermediate Holdings Limited - 26/6/2007 DMWSL 249 Limited - 24/3/1999
P1 Attractions Limited	01284934	Tussauds Attractions Limited - 26/6/2007 Warwick Castle Limited - 8/4/1999 Greville Enterprises (Warwick Castle) Limited - 31/12/1979
P1 Old Opco Limited	00406533	Tussauds Theme Park Limited - 26/6/2007 Chessington World of Adventures Limited - 8/4/1999 Chessington Zoo Limited - 1/1/1987
P1 Old Hotels Limited	03730792	Tussauds Hotels Limited - 26/6/2007 DMWSL Limited - 24/3/1999

**Statement from the Insolvency Rules 1986 (as amended) regarding the rights of members in respect of the Liquidators' fees and expenses:****Rule 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[s] 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 or 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

**Rule 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 of the orders in paragraph (6) on the grounds that-
  - (a) the remuneration charged by the liquidator,
  - (b) the basis fixed for the liquidator's remuneration under Rule 4.148A, 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) 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 under paragraph (3), the court must 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 liquidator's 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 must be paid by the applicant and are not payable as an expense of the liquidation