

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

05763647

Name of Company

Candle Topco UK Limited

I ~~Am~~

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 18 December 2015 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

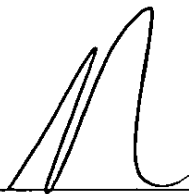
The meeting was held at 55 Baker Street, London, W1U 7EU

The winding up covers the period from 8 July 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

- 1 That the Liquidator's report and accounts to 18 December 2015 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 18 December 2015

BDO LLP
55 Baker Street
London
W1U 7EU

Ref 00256889/MAC/SMB/CH



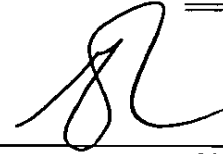
**Candle Topco UK Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments
From 8 July 2015 To 18 December 2015**

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NIL

REPRESENTED BY

NIL



Malcolm Cohen
Liquidator



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www.bdo.co.uk

55 Baker Street
London W1U 7EU

Private and Confidential

18 December 2015

TO ALL KNOWN MEMBERS

Our Ref 7/SMB/CLJ/Candle

Please ask for Charlotte Hart
Telephone 020 7893 3281
E mail charlotte.hart@bdo.co.uk

Dear Sirs

**Candle Topco UK Limited
("the Company") - In Members' Voluntary Liquidation**

In accordance with the provisions of Section 94 of the Insolvency Act 1986, I am pleased to present my final progress report for the period 8 July 2015 to 18 December 2015.

Statutory Information

I, Malcolm Cohen, of BDO LLP, 55 Baker Street, London, W1U 7EU was appointed as Liquidator of the Company on 8 July 2015

The Company's registered number is 05763647, and its former principal trading address was 20 Old Bailey, London, EC4M 7EN

The Company's registered office was changed to 55 Baker Street, London, W1U 7EU following my appointment. The Company's former registered office was 1 Princes Road, Weybridge, Surrey, KT13 9TU.

The Company has no other trading styles

General Overview

As detailed in my report below, no creditor claims have been received and tax clearances have been obtained. Dissolution will follow approximately three months after Companies House have acknowledged receipt of the Liquidator's final returns.

Receipts and Payments

There have been no receipts or payments in the liquidation

Outcome to Creditors

No secured, preferential or unsecured claims were received in the liquidation

Liquidator's Remuneration

My remuneration was approved on a time costs basis by a resolution passed by the members on the date of my appointment

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

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My staff and I have incurred time costs to 11 December 2015 of £5,602.90 which relates to 18.05 hours of work at an average of £310 per hour. Please note I anticipate further time costs of £400 will be incurred in the period to closure. In accordance with the terms of our engagement I have capped my fees at £6,000 plus VAT and disbursements.

Since there are no funds in the liquidation, fees and disbursements relating to this Members' Voluntary Liquidation have been paid by a group company.

Tax Clearances

As outlined above, I confirm that I have received formal tax clearance from the Corporation Tax office and from the Enforcement and Insolvency Service at HM Revenue & Customs for the pre and post liquidation periods, together with confirmation that no further returns are required and that there are no objections to the liquidation being closed.

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 dissatisfied, 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>

The shareholder duly resolved the following:

- 1 That the Liquidator's report and accounts to 18 December 2015 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.

Malcolm Cohen
Chairman



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

**Candle Topco UK Limited
(In Liquidation)**

**Liquidator's Abstract Of Receipts And Payments
To 18 December 2015
For All Bank Accounts**

RECEIPTS	Total (£)
	<hr/>
	0 00
	<hr/>
PAYMENTS	
	<hr/>
	0 00
	0 00
	<hr/>
	0 00
	<hr/>
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Balances in Hand