

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

05965887

Name of Company

Pension Holding Company (UK) 1 Limited

I / We

John David Thomas Milsom, 15 Canada Square, Canary Wharf, London, E14 5GL

Mark Jeremy Orton, 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 16 March 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 no quorum was present at the meeting.

~~The meeting was held at 15 Canada Square, Canary Wharf, London, E14 5GL~~

The winding up covers the period from 21 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:

No quorum was present at the meeting and the chairman noted that the liquidators would accordingly vacate their office and have their release, pursuant to section 173(2)(d) of the Insolvency Act 1986, immediately after sending a copy of the final account to the Registrar of Companies.

Signed



Date 21 March 2017

KPMG LLP
15 Canada Square
Canary Wharf
London
E14 5GL

Ref: PG51260610/MXT/RH/GP

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COMPANIES HOUSE

**Pension Holding Company (UK) 1 Limited - in Members' Voluntary Liquidation
("the Company")**

Liquidators' final progress report for the period from 21 September 2016 to 16 March 2017 presented at the final meeting of members on 16 March 2017

Name	Pension Holding Company (UK) 1 Limited
Trading name / Former names	Pension Holding Company (UK) 2 Limited (until 12/02/2007) Stemhurst Limited (until 05/12/2006)
Company number	05965887
Previous registered office	14 Cornhill, London, EC3V 3ND
Present registered office	KPMG LLP, 15 Canada Square, London E14 5GL
Joint Liquidators	John David Thomas Milsom & Mark Jeremy Orton
Joint Liquidators' address	KPMG LLP, 15 Canada Square, London E14 5GL
Date of appointment	21 September 2016
Appointed by	Members

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
1	Investment in subsidiary	<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	<u>NIL</u>
<u>1</u>			<u>NIL</u>

Assets & Liabilities

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed an investment in subsidiary of £1. The Company received a liquidation distribution, being an assignment of a £1 debt due from Pension Insurance Corporation Group Limited ('PICG'), from its subsidiary, Pension Holding Company (UK) 2 Limited (in members' voluntary liquidation). The debt was subsequently distributed by set off to PICG, the Company's sole shareholder (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 3 October 2016. No creditors were forthcoming as a result of this advertisement.

Tax

The Company's tax advisors advised that the Company had dormant corporation tax status. At the request of the Joint Liquidators, HM Revenue & Customs ('HMRC') confirmed that the Company has no outstanding corporation tax returns or liabilities, that it will not raise enquiries into any pre or post liquidation periods and that it has no objection to the liquidators calling a final meeting of members to conclude the liquidation.

A similar assurance was sought and received in respect of PAYE and VAT.

Distributions

On 14 February 2017 the Joint Liquidators declared a first and final distribution of the assets of the Company to PICG, the sole shareholder of the Company.

The distribution was at the rate of £1 per £1 ordinary share and was effected by set off against the debt totalling £1 owed to the Company by PICG.

Joint Liquidators' remuneration and expenses

A written resolution was passed on 21 September 2016 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 PICG and accordingly no detailed analysis is included in this report.



John David Thomas Milsom
Joint Liquidator

John David Thomas Milsom is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants in England & Wales.

Mark Jeremy Orton is authorised to act as an insolvency practitioner by the Insolvency Practitioners Association.

We are bound by the Insolvency Code of Ethics.