

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

00923515

Name of Company

(a) Insert full name
of company

MBH Nominees NO 2 Limited

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

We Tim Walsh and Matthew Hammond
Of PricewaterhouseCoopers LLP
7 More London Riverside, London SE1 2RT

(c) Delete as
applicable

(d) Insert date

(e) The copy
account must be
authenticated by
the writtensignature(s) of the
liquidator(s)(f) Insert venue of
meeting

Give notice that a general meeting of the company was duly summoned for 9
December 2014 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 no quorum was present at
the meeting

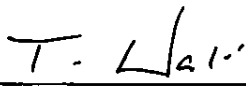
The meeting was held at PricewaterhouseCoopers LLP, Cornwall Court, 19
Cornwall Street, Birmingham, B3 2DT

The winding up covers the period from 16 January 2014 (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

9 Dec 2014

Presenter's name,
address and
reference

Emma Cray
PricewaterhouseCoopers LLP
(if any) 7 More London Riverside

London
SE1 2RT

MVL470 Apr10 V1

THURSDAY



A06 11/12/2014 #14
COMPANIES HOUSE

**MBH NOMINEES 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 9 DECEMBER 2014**

INTRODUCTION

The Company was placed into members’ voluntary liquidation on 16 January 2014 and Tim Walsh and Matthew Hammond were appointed joint liquidators (“the liquidators”).

We’re required to report on the conduct and outcome of the liquidation. This report is for the period 16 January 2014 to 9 December 2014 and also serves as a progress report from 16 January 2014 to 9 December 2014.

We’re 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.

REPORT ON THE LIQUIDATION

Realisation of assets:

The directors’ Declaration of Solvency showed that the Company had no realisable assets.

During the liquidation, we made an in-specie distribution of shares held in other group companies at a nominal value of £4.90, the details of which are summarised below. 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 that the Company had no liabilities.

After our appointment, we published a notice in the Gazette inviting any unknown creditors to send in their claims. No claims were received.

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 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.

Distributions to shareholders:

At the time of our appointment, the issued share capital of the Company was

- 1 Ordinary share of £1 held by Manganese Bronze Holdings Plc
- 1 Ordinary share of £1 held by MBH Nominees No 1 Limited

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On 31 October 2014, we made the following first and final distribution to shareholders totalling £4 90 as follows

- 1) To Manganese Bronze Holdings PLC, an in-specie distribution of £2 45 consisting of
 - 1 Ordinary share of £1, being part of the issued share capital of MBH Nominees No 1 Limited, a limited company registered in the United Kingdom under 00558650 No value attributed.
 - 1 Ordinary share of £1, being part of the issued share capital of COVTS (Realisations) Limited (formerly Manganese Bronze Services Limited), a limited company registered in the United Kingdom under 01022107 No value attributed
 - 100,000 Ordinary shares of £1, being part of the issued share capital of Manganese Bronze Components Limited, a limited company registered in the United Kingdom under 02228414 Attributed value £0.10
 - 6,184 Ordinary shares of £1, being part of the issued share capital of MBC7 Limited, a limited company registered in the United Kingdom under 00874365 Attributed value £2 35
- 2) To MBH Nominees No 1 Limited, an in-specie distribution of £2.45 consisting of
 - 1 Ordinary share of £1, being part of the issued share capital of Manganese Bronze Group Trustees Limited, a limited company registered in the United Kingdom under 02020415. Attributed value £1 00
 - 3,815 Ordinary shares of £1, being part of the issued share capital of MBC7 Limited, a limited company registered in the United Kingdom under 00874365 Attributed value £1.45.

OUR FEES AND EXPENSES

Basis of fees:

At the time of our appointment the members resolved that we 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, Manganese Bronze Holdings Plc has met our fees and expenses for the Company and the 1 connected company

Fees charged / expenses incurred:

The amounts shown below relate to the Company and the 1 connected company referred to above

Our fees for this assignment 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:

	£
Period up to liquidation date	16,088
Liquidation period (to date)	<u>19,334</u>
	<u>35,422</u>

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The above time costs for the liquidation period are calculated to 11 November 2014, being the latest practicable date. This represents 60.90 hours at an average hourly rate of £317.47.

Fees totalling £26,987 have been billed to date for both pre and post liquidation and final fees will be agreed and invoiced in due course.

We’ve incurred expenses of £1,207 plus VAT. These costs have or will be re-charged and consist of

	£
Statutory advertising	455
Consultant CoSec services	750
Company searches	2
Total	<u>1,207</u>

Members’ rights re our fees and expenses:

Members can request further information about our fees and expenses within 21 days of receipt of this report.

In certain circumstances, members can 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.

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Appendix A

INFORMATION ON THE COMPANY AND THE LIQUIDATORS

<i>Company details:</i>	
Company name:	MBH Nominees No.2 Limited
Former names:	Ansonia Nominees Limited
Trading name(s)	
Company number:	00923515
Registered office:	Company Secretary, LTI Limited, Holyhead Road, Coventry, CV5 8JJ
<i>Liquidators’ details:</i>	
Liquidators’ names:	Tim Walsh and Matthew Hammond (“The Liquidators”)
Liquidators’ address:	c/o PricewaterhouseCoopers, Cornwall Court, 19 Cornwall Street, Birmingham, B3 2DT
Date of appointment:	16 January 2014
Nature of appointment:	Members’ Voluntary Liquidation

Tim Walsh and Matthew Hammond have been appointed as joint liquidators. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales.

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 liquidation.

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Appendix B

**SUMMARY OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
FROM 16 JANUARY 2014 TO 9 DECEMBER 2014**

	£
RECEIPTS	
Investments in group companies	<u>4 90</u>
	<u>4.90</u>
	£
PAYMENTS	
Distribution to members	<u>4 90</u>
	<u>4.90</u>