

## Section 94

The Insolvency Act 1986  
 Return of Final Meeting in a  
 Members' Voluntary Winding Up  
 Pursuant to Section 94 of the  
 Insolvency Act 1986

**S.94**

To the Registrar of Companies

For official use

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Company Number

00973594

Name of Company

(a) Insert full name of company

(a) Pembroke Hotel Limited (in Members' Voluntary Liquidation)

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

1. (b) Angela Swarbrick

1 More London Place, London, SE1 2AF

(c) Delete as applicable  
(d) Insert date

(e) 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 (c) summoned for (d) 29 March 2016 pursuant to Section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) (e) 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 (c) no quorum was present at the meeting

Signed

*A Swarbrick*

Date 29 March 2016

Presenter's name, address and reference (if any)

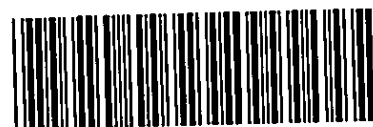
Rebecca Cohring  
 1 More London Place  
 London  
 SE1 2AF

For Official Use

Liquidation Section

Post Room

MONDAY



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A08

04/04/2016

#1

COMPANIES HOUSE

TO THE MEMBERS

29 March 2016

Ref ML7E/SJK/GO/RC  
Contact Rebecca Cohnng  
Direct line +44 (0)207 951 9234

Email giuseppeosso@uk.ey.com

Dear Sirs

**Pembroke Hotel Limited  
(In Members' Voluntary Liquidation) ("the Company")**

As you are aware, Samantha Keen and I were appointed as Joint Liquidators of the Company on 21 May 2015. I write to advise you that we are now in a position to conclude the liquidation.

In accordance with Section 94 of the Insolvency Act 1986, a final meeting of members was held on 29 March 2016. The purpose of the meeting is to receive our account of the winding up. This letter also constitutes our final progress report to members, which was presented to the meeting.

We are required to provide certain information about the Company and the Liquidators in accordance with the provisions of the Insolvency Rules 1986. The information can be found in Appendix A of this report. A copy of our receipts and payments account for the period from 21 May 2015 to 29 March 2016 is at Appendix B.

**Conduct of the liquidation**

**Assets**

At the date of liquidation, the Company's only known asset was an intercompany receivable in the amount of £100 due from Adda Hotels Unlimited.

This Company made a first and final 'in specie' distribution of this intercompany receivable to the shareholder on 24 March 2016 which represented a return of £1 per £1 ordinary share.

**Liabilities**

The Company had no known creditors at the date of liquidation and, therefore, there have been no payments in the liquidation.

In accordance with Rule 4.182A of the Insolvency Act 1986, an advert was placed in the London Gazette requesting creditors' to prove any claims they had against the Company by 29 June 2015. No such claims were received.

It is customary for the Joint Liquidators' to write to HM Revenue & Customs ("HMRC") to obtain confirmation that there are no outstanding amounts in respect of corporation tax, PAYE/NIC and VAT.

The Company has been deregistered from the VAT group registration and confirmation has been received from HMRC that no amounts are outstanding in respect of corporation tax, VAT and PAYE/NIC and that there is no objection to the conclusion of the liquidation.



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### **Joint Liquidators' remuneration**

The Joint Liquidators remuneration is being paid by a third party outside of the estate

### **Joint Liquidators' statement of expenses incurred**

During the period covered by this report, we have incurred expenses relating to the statutory advertising and statutory bonding which have also been paid by a third party outside of the estate

### **Members' rights to further information about, and challenge, remuneration and expenses**

In certain circumstances, members are entitled to request further information about our remuneration or expenses, or to apply to court if members consider the costs to be excessive. Further information is provided in Appendix C

### **Final Meeting of members and conclusion of the liquidation**

Once our final return and account has been filed at Companies House, we will vacate office and receive our release. Approximately three months after the filing of the final return and account, the Company will be dissolved by the Registrar of Companies

Should you have any queries in relation to the content of this report please contact Rebecca Cohring on the above direct line

Yours faithfully  
for the Company

*A Swarbrick*

A Swarbrick  
Joint Liquidator

Angela Swarbrick is licensed in the United Kingdom to act as Insolvency Practitioners by the Institute of Chartered Accountants in England & Wales under section 390(2)(a) of the Insolvency Act 1986. S J Keen is licensed in the United Kingdom to act as Insolvency Practitioners by the Insolvency Practitioners' Association under section 390(2)(a) of the Insolvency Act 1986

We may collect, use, transfer, store or otherwise process (collectively, "Process") information that can be linked to specific individuals ("Personal Data"). We may Process Personal Data in various jurisdictions in accordance with applicable law and professional regulations including (without limitation) the Data Protection Act 1998

**Pembroke Hotel Limited  
(In Members' Voluntary Liquidation)****Information about the company and the liquidators**

Registered office address of the company	1 More London Place, London, SE1 2AF
Registered number	00973594
Full names of the liquidators	Samantha Jane Keen and Angela Swarbrick
Liquidators' address(es)	Ernst & Young LLP, 1 More London Place, London, SE1 2AF
Date of appointment of the joint liquidators	21 May 2015
Details of any changes of liquidator	None

**Pembroke Hotel Limited**  
**(In Members' Voluntary Liquidation)**

**Joint liquidators' receipts and payments account for the period from 21 May 2015 to 29 March 2016**

Declaration of Solvency Estimated to Realise Values £		In this Report Period £	Cumulative Total £
	Receipts		
100	Intercompany Receivable*	-	-
		-	-
	Payments		
		-	-
		-	-
	Balance at bank at 29 March 2016	-	-

**Note**

\* As detailed in the body of this report, the Company made a first and final 'in specie' distribution of the intercompany receivable to the shareholder on 24 March 2016

**Members' rights to request further information about remuneration or expenses or to challenge a liquidator's remuneration – Rules 4.49E and 4.148C of the Insolvency Rules 1986, as amended**

**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 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

(4) Any creditor, and any member of the company in a members' voluntary winding up, who need not be the same as the creditors or members who asked for the information, may apply to the court within 21 days of—

- (a) the giving by the liquidator of reasons for not providing all of the information asked for, or
  - (b) the expiry of the 14 days provided for in paragraph (1),
- and the court may make such order as it thinks just

(5) Without prejudice to the generality of paragraph (4), the order of the court under that paragraph may extend the period of 8 weeks or, as the case may be, 4 weeks provided for in Rule 4 131(1B) or 4 148C(2) by such further period as the court thinks just

(6) This Rule does not apply where the liquidator is the official receiver

#### **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

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