

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

01070877

Name of Company

Tesco Dispensing Limited

I / We

John David Thomas Milsom, 8 Salisbury Square, London, EC4Y 8BB

Allan Watson Graham, 8 Salisbury Square, London, EC4Y 8BB

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 or~~ summoned for 23 September 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 ~~that the same was done accordingly~~ / no quorum was present at the meeting

~~The meeting was held at 8 Salisbury Square, London, EC4Y 8BB~~

The winding up covers the period from 18 February 2014 (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 office and be released immediately after sending the final account to the register of companies pursuant to 173(2)(d) of the Insolvency Act 1986

Signed



Date 23 September 2014

KPMG LLP
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

Ref TE225A1342/PJL

SATURDAY



A31 27/09/2014 #303
COMPANIES HOUSE

Tesco Dispensing Limited (in Members' Voluntary Liquidation) (the 'Company')

Liquidators' final progress report for the period from 18 February 2014 to 23 September 2014 presented at the final meeting of members held on 23 September 2014

Name	Tesco Dispensing Limited
Trading name / Former names	Sharp Chemists Limited (until 22/10/1991)
Company number	01070877
Previous registered office	Tesco House, Delamare Road, Cheshunt, Hertfordshire, EN8 9SL
Present registered office	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Joint liquidators	John David Thomas Milsom and Allan Watson Graham
Joint liquidators' address	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Date of appointment	18 February 2014
Appointed by	Members

Tesco Dispensing Limited (in Members' Voluntary Liquidation)
Liquidators' final progress report for the period from 18 February 2014 to 23
September 2014 presented at the final meeting of members held on 23 September
2014

Receipts and payments

Declaration of solvency	£	£	£
	ASSET REALISATIONS		
4	Intercompany debtor	<u>Nil</u>	<u>Nil</u>
			<u>Nil</u>
	LIABILITIES		
	Creditors	<u>Nil</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>Nil</u>	
			<u>Nil</u>
<u>4*</u>			<u>Nil</u>

* See distributions below

Assets/Liabilities

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed an intercompany debt of £4 due from Tesco Stores Limited, the Company's sole shareholder. The debt of £4 has been distributed by set off (see "Distributions" below).

A search of the Index of Proprietor's Names at HM Land Registry proved negative.

Creditors

A notice to creditors to prove their claims in the liquidation was advertised in The London Gazette on 3 March 2014. No creditors were forthcoming as a result of this advertisement.

Tax/VAT/PAYE

The Company's tax advisors advised that the company was dormant for corporation tax purposes. Following their appointment, the joint liquidators sought and received confirmation from HMRC that the Company had no outstanding corporation tax returns or liabilities, that it would not raise enquiries into any pre or post liquidation periods and that it had no objection to the liquidators convening a final meeting of members to conclude the liquidation.

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

Distributions

On 21 August 2014 the joint liquidators declared a first and final distribution of the assets of the Company to Tesco Stores Limited, as 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 of £4 due to the Company by Tesco Stores Limited

Joint liquidators' remuneration and expenses

A written resolution was passed on 18 February 2014 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

The liquidators' remuneration will be paid by another group company and accordingly no detailed analysis is included in this report

Signed



John David Thomas Milsom
Joint Liquidator

Dated 23 September 2014