

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

01124015

Name of Company

Greenacre Group Limited

I/We Jeremy Simon Spratt
PO Box 695
8 Salisbury Square
London
EC4Y 8BBJohn David Thomas Milsom
PO Box 695
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 on/summoned for 22 March 2013 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 KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB~~

The winding up covers the period from 26 May 2010 (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 173(2)(d) of the Insolvency Act 1986, immediately after sending a copy of the final account to the Registrar of Companies

Signed



Date 22 March 2013

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

Ref BA52795113/PJL/JXE

THURSDAY

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28/03/2013 #195
COMPANIES HOUSE

Greenacre Group Limited (in members' voluntary liquidation) ("the Company")

**Liquidators' final progress report for the period from 26 May 2010 to 22 March 2013
presented at the final meeting held on 22 March 2013**

Name	Greenacre Group Limited
Trading name / Former names	Greenacre Group Plc (until 20/09/1999) Brewmaker Plc (until 23/11/1990) Southampton Homebrews Limited (until 21/09/1983)
Company number	01124015
Previous registered office	Bridge House, Outwood Lane, Horsforth, Leeds, LS18 4UP
Present registered office	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Joint liquidators	Jeremy Simon Spratt & John David Thomas Milsom
Joint liquidators' address	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Date of appointment	26 May 2010
Appointed by	Members

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
8,880,999*	Inter-company debt	<u>NIL</u>	
	DISTRIBUTIONS		
	Shareholders	<u>NIL</u>	
			<u>NIL</u>
<u>8,880,999</u>			<u>NIL</u>

*see "Distributions" below

All statutory documentation was filed at Companies House following the liquidators' appointment and all relevant parties were notified of the liquidation. The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, detailed a debt of £8,880,999 due from Bupa Care Homes (CFHCare) Limited. This has been distributed by assignment to Bupa Care Homes (CFG) Plc, the Company's sole shareholder (see "Distributions" below)

Creditors

The Company had no known creditors. Notices to creditors to prove their claims in the liquidation were advertised in The London Gazette and The Times newspaper on 10 June 2010 and 9 June 2010 respectively. No creditors were forthcoming as a result of these advertisements.

Tax

HM Revenue & Customs ("HMRC") has confirmed that the Company has no pre and post liquidation corporation tax liabilities outstanding, that no enquiries will be made into any pre or post liquidation periods and that it has no objection to the liquidators convening the final meetings of members to conclude the liquidations.

A similar assurance has been sought and received in respect of PAYE, the Company has never been VAT registered.

Non-assenting shareholders

At the date of liquidation, the Company held, as trustee, £27,285.86 due to 99 non-assenting shareholders whose shares in the Company were compulsorily acquired by Court Cavendish Plc under section 430 (9) of The Companies Act 1985 following the takeover of the Company in 1996. Following the liquidation, these funds were placed into a separate trust account operated by the liquidators. The former registrars, Equiniti, most recently made attempts to trace the non-assenting shareholders in March 2010, and it was not considered appropriate to deplete the funds by another attempt to trace them. The costs of dealing with the non-assenting shareholders were

deducted from the trust fund in accordance with section 430 (11) of The Companies Act 1985, and the balance was paid into court. The Court has acknowledged receipt of these funds.

Distributions

On 13 February 2013 the liquidators declared a first and final distribution of the assets of the Company to Bupa Care Homes (CFG) Plc, the Company's sole shareholder.

The distribution was at the rate of 5.0480856 pence per £1 Ordinary share and was effected by assignment of the debt of £8,880,999 due to the Company by Bupa Care Homes (CFHCare) Limited.

Joint liquidators' remuneration and expenses

A written resolution was passed on 26 May 2010 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 The British United Provident Association Limited and accordingly no detailed analysis is included in this report.



Jeremy Simon Spratt

22 March 2013

THURSDAY



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