

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**

S94

For Official Use

To the Registrar of Companies

Company Number

01536760

Name of Company

AXA Framlington Overseas Investment Management Ltd

I / We
Jeremy Simon Spratt
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

John David Thomas Milsom
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

give notice that a general meeting of the company was ~~held~~ summoned for 26 September 2011 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

Signed

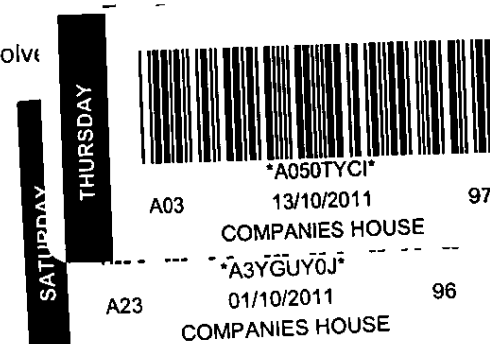


Date 26 September 2011

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

Ref AAA01B5117/JEM/BG

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AXA Framlington Overseas Investment Management Ltd
(In Liquidation)
Liquidators' Abstract of Receipts & Payments
To 26/09/2011

D of S £	£	£
ASSET REALISATIONS		
1,500,000 00	Intercompany debtor	NIL
		NIL
1,500,000.00		NIL
REPRESENTED BY		
		NIL

Note The intercompany debt has been distributed by set off



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AXA Investment Managers UK Holdings
Limited
7 Newgate Street
London
EC1A 7NX

Our ref jss/jem/bg/nr

Contact Beth Grayland
+44 20 7694 3731

26 September 2011

Dear Sirs

AXA Framlington Unit Management Limited ("FUM") and AXA Framlington Overseas Investment Management Limited ("FOIM") (both in members' voluntary liquidation) ("the Companies")

Final progress report to members for the period from 27 September 2010 to 26 September 2011 prepared for the final meeting of members held on 26 September 2011

I am now in a position to conclude the liquidations and final meetings of the members of the Companies have been convened for 26 September 2011, in accordance with section 94 of the Insolvency Act 1986 ("the Act") I attach as Appendix 1 the general information required to be disclosed to members by the Insolvency Rules 1986

There have been no receipts or payments in the liquidations and accordingly no receipts and payments accounts are attached I comment below on the principal matters that have arisen during the liquidations

Matters arising during the liquidations

All statutory documentation was filed at Companies House following the liquidators' appointments and all relevant parties notified of the liquidations

The only assets on the declarations of solvency of the Companies, sworn by the directors prior to the commencement of the liquidations, were debts of £100,000 (FUM) and £1,500,000 (FOIM) due from AXA Investment Managers UK Limited ("AXA IM UK Ltd"), their immediate parent During the liquidation of FUM, a pre-liquidation tax refund of £28,119 was paid to AXA IM UK Ltd by HM Revenue & Customs ("HMRC"), thereby increasing the intercompany balance between FUM and AXA IM UK Ltd to £128,119 Both debts have been distributed to AXA IM UK Ltd by set off (see "Distributions" below)

A notice to prove any claims in the liquidations was advertised in the London Gazette on 8 October 2010 No creditors were forthcoming as a result

Searches of the Index of Proprietors Names at the HM Land Registry, in the Companies' present and former names, revealed no titles

*AXA Framlington Unit Management Limited and AXA Framlington Overseas Investment
Management Limited (both in members' voluntary liquidation)
Final report to Members*

26 September 2011

All pre-liquidation corporation tax matters have been dealt with by AXA UK plc, who prepared and submitted all outstanding returns up to the date of the commencement of the liquidation to HMRC. HMRC has confirmed that there are no corporation tax liabilities outstanding upon the Companies and that it will not raise enquiries into any pre or post liquidation periods.

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

In addition, HMRC has now agreed to the release of the Companies' obligations in respect of the AXA UK plc VAT group and has provided formal clearance.

Distributions

On 18 August 2011, I declared first and final distributions of the assets of the Companies to AXA IM UK Ltd, as the sole beneficial shareholder of the Companies.

For FUM, the distribution was at the rate of £1.28119 per ordinary share and was effected by set off against the debt of £128,119 due to FUM by AXA IM UK Ltd.

For FOIM, the distribution was at the rate of £1 per £1 share and was effected by set off against the debt of £1,500,000 due to FOIM by AXA IM UK Ltd.

Liquidators' remuneration

Written resolutions were passed on 27 September 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 Companies.

In the event, my remuneration has been paid by the group and accordingly no detailed analysis is included in this report.

Yours faithfully
for the Companies



JS Spratt
Joint Liquidator

Jeremy Simon Spratt and John David Thomas Milsom are authorised to act as insolvency practitioners by the Institute of Chartered Accountants in England & Wales.

Appendix 1

Statutory Information	
Company name & Trading style	AXA Framlington Unit Management Limited
Date of appointment	27 September 2010
Liquidators' details	<p>Jeremy Simon Spratt of KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB was appointed joint liquidator on 27 September 2010 and is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales (office holder number 8914)</p> <p>John David Thomas Milsom of KPMG LLP 8 Salisbury Square, London, EC4Y 8BB was appointed joint liquidator on 27 September 2010 and is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales (office holder number 9241)</p>
Former office holders details	None
Functions	The functions of the office holders are being exercised by any or one of them in accordance with the resolution passed on 27 September 2010
Company Information	
Company number	00895241
Previous registered office	7 Newgate Street, London EC1A 7NX
Present registered office	c/o KPMG, 8 Salisbury Square, London EC4Y 8BB

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Statutory Information	
Company name & Trading style	AXA Framlington Overseas Investment Management Limited
Date of appointment	27 September 2010
Liquidators' details	<p>Jeremy Simon Spratt of KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB was appointed joint liquidator on 27 September 2010 and is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales (office holder number 8914)</p> <p>John David Thomas Milsom of KPMG LLP 8 Salisbury Square, London, EC4Y 8BB was appointed joint liquidator on 27 September 2010 and is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales (office holder number 9241)</p>
Former office holders details	None
Functions	The functions of the office holders are being exercised by any or one of them in accordance with the resolution passed on 27 September 2010
Company Information	
Company number	01536760
Previous registered office	7 Newgate Street, London EC1A 7NX
Present registered office	c/o KPMG, 8 Salisbury Square, London EC4Y 8BB