

## 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

01858512

Name of Company

Close Number 8 Limited

~~++~~We

Christopher Richard Frederick Day, PO Box 810, 66 Shoe Lane, London, EC4A 3WA

Stephen Roland Browne, PO Box 810, 66 Shoe Lane, London, EC4A 3WA

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 15 March 2016 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~~

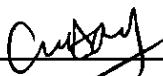
The meeting was held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ

The winding up covers the period from 18 May 2015 (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

"THAT the Joint Liquidators' statement of account for the period of the liquidation be approved "

Signed

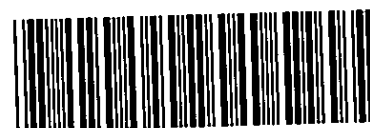


Date 15 March 2016

Deloitte LLP  
PO Box 810  
66 Shoe Lane  
London  
EC4A 3WA

Ref THC002L/CMW/UH/CPB

WEDNESDAY



\*Q52VH60H\*

QIQ

16/03/2016

#71

COMPANIES HOUSE



A16

\*A52VG8SG\*  
16/03/2016  
COMPANIES HOUSE

#65

**CLOSE NUMBER 8 LIMITED  
(IN MEMBERS' VOLUNTARY LIQUIDATION)  
("the Company")**

**REPORT TO BE LAID BEFORE THE FINAL GENERAL MEETING OF THE COMPANY  
CONVENED FOR 15 MARCH 2016 PURSUANT TO SECTION 94 OF THE INSOLVENCY  
ACT 1986 (AS AMENDED) ("the Act")**

15 March 2016

Stephen Roland Browne and Christopher Richard Frederick Day ("the Liquidators") were appointed Joint Liquidators of Close Number 8 Limited further to the written resolution of the member dated 18 May 2015 All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales

For the purposes of section 231 of the Act the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally

This report has been prepared for the sole purpose of updating the member for information purposes The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the member for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever

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#### **APPENDICES**

- 1. Liquidators' Receipts and Payments account for the entire period of the liquidation from 18 May 2015 to 15 March 2016**

## 1 EXECUTIVE SUMMARY

Key Messages	Commentary
<b>Conduct of the liquidation</b>	<ul style="list-style-type: none"><li>• The Liquidators liaised directly with the internal tax team at Thomas Cook with regard to all outstanding tax matters in respect of the Company. The Company's tax affairs have been settled and tax clearance for the closure of the liquidation was obtained from HM Revenue &amp; Customs on 7 July 2015.</li></ul>
<b>Costs of the liquidation</b>	<ul style="list-style-type: none"><li>• There were no funds in the estate. Our fees and the costs of the liquidation have been met by a fellow group undertaking. We have been paid £1,950, plus disbursements and VAT.</li><li>• Further details on our remuneration can be found on page 5.</li></ul>
<b>Outstanding matters</b>	<ul style="list-style-type: none"><li>• There are no outstanding matters to be completed.</li></ul>
<b>Distributions to the member</b>	<ul style="list-style-type: none"><li>• No distributions were made during the course of the liquidation.</li><li>• Further details are provided at page 4.</li></ul>
<b>Future distributions and closure</b>	<ul style="list-style-type: none"><li>• There were no surplus assets to be distributed by the Liquidators.</li></ul>

## **2. SUMMARY AND ACCOUNT OF THE LIQUIDATION**

### **2.1 Summary of Work Done**

#### *Assets and Liabilities*

At the outset of the liquidation, on the basis of the information stated on the Declaration of Solvency, there was a £1,000 investment in the Company's subsidiary undertaking, namely Close Number 35 Limited (formerly Thomas Cook Scheduled Tour Operations Limited), and liabilities of £1,000 comprising an amount due to Close Number 35 Limited. No additional assets or liabilities came to light during the course of the liquidation.

#### *Distributions*

No distributions were made by the Liquidators during the course of the liquidation, as there were no surplus assets to be distributed. Please refer to page 4 for further details.

#### *Statutory tasks*

During the period we have carried out the following tasks, which primarily relate to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- case set-up and management,
- statutory reporting,
- appointment notifications,
- correspondence,
- case review, and
- general liquidation administration and filing.

These tasks are a necessary part of the engagement but do not generate any direct financial benefit for the member.

#### *Realisation of investment*

The liquidation of the Company could not be closed until the final general meeting of its subsidiary undertaking, Close Number 35 Limited, had been convened. The Company realised its investment in Close Number 35 Limited by way of receipt of a distribution from the liquidators of its subsidiary.

#### *Tax clearance*

The Liquidators liaised directly with the internal tax team at Thomas Cook on all matters relating to the Company's tax affairs. There were no outstanding pre-liquidation tax returns to be filed in respect of the Company and formal tax clearance for the closure of the liquidation was received on 7 July 2015.

### **3. LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT**

- 3.1 A receipts and payments account is provided at Appendix 1, confirming there were no transactions since our appointment

#### **4. INFORMATION FOR THE MEMBER**

##### **4.1 Distributions made**

There were no surplus assets to be distributed by the Liquidators during the course of the liquidation

##### **4.2 Members' right to request further information**

Members of the Company with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Company, or, any member with permission of the Court, may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 4.49E of the Rules.

##### **4.3 Members' right to challenge Remuneration and/or Expenses**

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 permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 4.148C of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

## **5. LIQUIDATORS' REMUNERATION AND DISBURSEMENTS**

### **5.1 Basis of Liquidators' Remuneration**

There were no funds in the estate. The Liquidators' fees and expenses were met by a fellow group undertaking, Thomas Cook Group plc, and calculated as a set fee of £1,950, plus VAT. The total amount paid was £2,340, plus the disbursements referred to below.

### **5.2 Liquidators' Disbursements**

Details of all disbursements are given below:

- Statutory advertising costs of £151.07,
- HM Land Registry fees of £55, and
- the Liquidators' statutory insurance bond of £2.72

These disbursements have been recovered in full by the Liquidators.



## APPENDIX 1

### CLOSE NUMBER 8 LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)

#### LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT AS AT 15 MARCH 2016


£	Declaration of Solvency values	18 May 2015 to 15 March 2016	Declaration of Solvency values	18 May 2015 to 15 March 2016
<b>Receipts</b>			<b>Payments</b>	
Investment in subsidiary	1,000		Amount due to subsidiary	(1 000)
<b>Total receipts</b>	<u>1,000</u>		<b>Total payments</b>	<u>(1,000)</u>
			<b>Balance</b>	<u>-</u>

#### General Notes

The Receipts and Payments account must be read in conjunction with the attached notes and report

#### NOTES TO THE RECEIPTS AND PAYMENTS ACCOUNT

- 1 The investment in the Company's subsidiary undertaking was realised by way of receipt of a liquidation distribution of £1,000, which was offset against the balance due to Close Number 35 Limited
- 2 There were no surplus assets to be distributed to the member

  
C. N. F. DAY

**Company Number' 01858512**

**THE INSOLVENCY ACT 1986**

**COMPANY LIMITED BY SHARES**

**ORDINARY RESOLUTION**

**OF**

**CLOSE NUMBER 8 LIMITED  
(IN MEMBERS' VOLUNTARY LIQUIDATION)  
("the Company")**

**Passed on 15 March 2016**

At the final general meeting of the Company duly convened and held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 15 March 2016 at 10 30 a m , the following resolution was duly passed

**Ordinary Resolution**

"THAT the Joint Liquidators' statement of account for the period of the liquidation be approved "

  
C R F Day  
CHAIRMAN

Date 15 March 2016

**CLOSE NUMBER 8 LIMITED  
(IN MEMBERS' VOLUNTARY LIQUIDATION)  
("the Company")**

**Company Number:** 01858512  
**Registered Office:** Hill House, 1 Little New Street, London, EC4A 3TR  
**Principal Trading Address:** The Thomas Cook Business Park, Coningsby Road, Peterborough,  
Cambridgeshire, PE3 8SB  
**Previous Name(s):** Cresta Holidays (Holdings) Limited  
Cresta World Travel Limited  
Cresta World Travel (Holdings) Limited  
Yarmsky Limited  
**Date of Liquidation:** 18 May 2015

NOTICE IS HEREBY GIVEN, pursuant to Section 94 of the Insolvency Act 1986 (as amended), that a final general meeting of the Company will be held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 15 March 2016 at 10 30 a m , for the purpose of receiving an account showing the manner in which the winding up has been conducted and the property of the Company disposed of, and of hearing any explanation that may be given by the Joint Liquidators

The meeting will also consider and, if thought fit, pass the following resolution

**Ordinary Resolution**

- 1 "THAT the Joint Liquidators' statement of account for the period of the liquidation be approved"

Any member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her A proxy need not be a member of the Company Proxy forms to be used at the meeting must be lodged with the Joint Liquidators at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ no later than 12 noon on the preceding business day

Please contact Usman Hyder on +44 (0) 20 7303 4534 or at uhyder@deloitte co uk for further information

Stephen Roland Browne  
Joint Liquidator  
Office Holder Number 009281

Christopher Richard Frederick Day  
Joint Liquidator  
Office Holder Number 008072

Dated 09 February 2016

**Company Number: 01858512**

**CLOSE NUMBER 8 LIMITED  
(IN MEMBERS' VOLUNTARY LIQUIDATION)  
("the Company")**

Minutes of the final general meeting of the Company held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 15 March 2016 at 10 30 a m

**Present:**

C R F Day – Joint Liquidator, in the Chair and representing the member, Sun International (UK) Limited

**1. Notice**

The attached notice of the meeting had been sent to the sole member of the Company with a report outlining the Joint Liquidators' acts and dealings and the conduct of the winding-up for the whole period of the liquidation. The notice was also advertised in The London Gazette on 5 February 2016

**2. Quorum**

The Chairman confirmed that the meeting was quorate as the sole member was represented by proxy

**3. Joint Liquidators' Final Report**

A copy of the Joint Liquidators' final report dated 15 March 2016 was provided to the meeting

**4. Joint Liquidators' Account**

IT WAS RESOLVED AS AN ORDINARY RESOLUTION

"THAT the Joint Liquidators' statement of account for the period of the liquidation be approved"

There being no further business, the meeting then terminated

  
C R F Day  
CHAIRMAN

Date 15 March 2016

**Location** Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ

Date 15 March 2016

Time 10 30 a m

Proxy-Holder	Member Represented	No. of Shares Held
Chairman of the Meeting	Sun International (UK) Limited	201,000 Ordinary £1 Shares

C R F Day  
CHAIRMAN

Date 15 March 2016

**CLOSE NUMBER 8 LIMITED**  
**(IN MEMBERS' VOLUNTARY LIQUIDATION)**  
**("the Company")**

**Schedule of proxy forms received for the final general meeting of the Company due to be held on 15 March 2016**

Total number of proxy forms received by 12 noon on the preceding business day

Proxy No.	Proxy-Holder	Member Represented	No. of Shares Held	Voting for Resolution (as per attached notice)
Valid 1	Chairman of the Meeting	Sun International (UK) Limited	201,000 Ordinary £1 Shares	FOR
Invalid				

  
C R F Day  
CHAIRMAN

Date 15 March 2016