

Return of Final Meeting in a
Members' Voluntary Winding up**S.94**

Pursuant to Section 94 of the Insolvency Act 1986

To the Registrar of Companies

Company Number

02037144

Name of Company

(a) Insert full name
of company

(a) Prebon (Financial Futures) Limited

(b) Insert full
name(s) and
address(es)We Laura Waters and Tim Walsh
Of PricewaterhouseCoopers LLP
7 More London Riverside, London SE1 2RT

- (c) Delete as applicable Give notice that a general meeting of the company was duly summoned for 31 May 2012 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 no quorum was present at the meeting
- (d) Insert date
- (e) The copy account must be authenticated by the written signature(s) of the liquidator(s) The meeting was held at 7 More London Riverside, London SE1 2RT
- (f) Insert venue of meeting The report covers the period from 26 May 2011 to 31 May 2012

The outcome of the meeting was as follows
No quorum was present

Signed

T. Walsh

Date

*1 June 2012*Presenter's name,
address and
reference
(if any)Kate McNerlin
PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

**PREBON (FINANCIAL FUTURES) LIMITED– IN MEMBERS' VOLUNTARY LIQUIDATION
("THE COMPANY")
PROGRESS/FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
PREPARED FOR THE FINAL MEETING OF MEMBERS ON 31 MAY 2012**

INTRODUCTION

The Company was placed into members' voluntary liquidation ("MVL") on 26 May 2011 and Laura Waters and Tim Walsh were appointed joint liquidators ("the Liquidators")

In accordance with section 94 Insolvency Act 1986, the Liquidators are required to report on the conduct and outcome of the liquidation. This report is for the period 26 May 2011 to 31 May 2012 and also serves as a progress report from 26 May 2011 to 25 May 2012 to the extent required by Section 92A Insolvency Act 1986

We are also required to provide certain information concerning the Company and the Liquidators, this information is attached as appendix A

We set out a summary of the Liquidators' receipts and payments for the liquidation as appendix B

REPORT ON THE LIQUIDATION

Realisation of assets:

The directors' Declaration of Solvency disclosed that the Company's assets comprised of the following

	£
Inter group debtors	2 00
Total	<u>2.00</u>

Following the liquidators' appointment, the Company's inter group debt was taken under control pending distribution

No additional assets have been identified. There are no assets still to be realised

Settlement of liabilities:

This section covers all liabilities except any claims of Her Majesty's Revenue & Customs ("HMRC") which are dealt with separately below under HMRC.

The directors' Declaration of Solvency and the Company's records disclosed that the Company had no liabilities

Following their appointment, the Liquidators published a notice in the Gazette inviting any unknown creditors to submit their claims

There are no residual claims to be agreed or settled

HMRC:

The directors' Declaration of Solvency and the Company's records disclosed that the Company had no liabilities

Following their appointment, the Liquidators wrote to HMRC to advise of their appointment and to seek confirmation of any outstanding liabilities. HMRC have confirmed that the Company has no outstanding liabilities

All matters outstanding with HMRC have now been cleared and HMRC have confirmed their agreement to the liquidation being closed without further reference to them

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Distributions to members:

At the time of the Liquidators’ appointment, the issued share capital of the Company comprised.

- 2 ordinary shares of £1 each held by Prebon Investments Limited in MVL.

During the liquidation, the following distribution has been made to shareholders

- On 27 June 2011, a distribution in specie of £2 00 (representing £1 per share) was paid to the sole shareholder.

The distribution in specie comprised of an inter-company book debt due from Tullett Prebon Investment Holdings Limited together with any other assets held by the Company. The value attributed to the in specie distribution was based on the value at which the asset was held in the Company’s books

LIQUIDATORS’ REMUNERATION AND EXPENSES

Basis of remuneration:

At the time of the Liquidators’ appointment by the members of the Company, a resolution was passed making provision for the Liquidators to be remunerated by reference to the time properly given by them and their staff in attending to the matters arising in the winding up.

Funding of the liquidation:

Although fees have been paid to the Liquidators on the basis specified above, neither the Liquidators’ fees nor their expenses have been paid out of the liquidation estate. Instead, the Liquidators’ remuneration and expenses in relation to the Company and 31 connected companies have been met by Tullett Prebon Plc.

Remuneration charged / expenses incurred:

The amounts shown below relate to the Company and 31 connected companies referred to above

From the date of the Liquidators’ appointment on 26 May 2011 to 25 May 2012, being the latest practicable date, the Liquidators have incurred time costs of £153,949. This represents 537 20 hours at an average hourly rate of £286 58. Against this, £106,285 86 has been invoiced. The remainder will be agreed with you and invoiced in due course

The Liquidators have incurred expenses of £4,583 03 plus VAT. These costs, which have been re-charged as incurred, comprise

	£
Statutory advertising	2,871 35
Solicitor fees	1,070 50
Company searches	244 00
Travel	201 70
Courier	115 48
Statutory bonding	80 00
Total	<u>4,583 03</u>

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("THE COMPANY")**

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Members' rights re Liquidators' remuneration and expenses:

Members are entitled to request further information about the Liquidators' remuneration and expenses. Such requests need to be made within 21 days of receipt of this report. See Rule 4.49E of the Insolvency Rules 1986 for further detail.

In certain circumstances, members are entitled to claim by way of court application that the Liquidators' remuneration and expenses are excessive. Such applications need to be made within 8 weeks of receipt of this report. See Rule 4.148C of the Insolvency Rules 1986 (as amended) for further detail.

T. - Wall

1 Jun 2012

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Appendix A

INFORMATION ON THE COMPANY AND THE LIQUIDATORS

<i>Company details:</i>	
Company name:	Prebon (Financial Futures) Limited
Former names:	Babcock & Brown (Financial Futures) Limited Babcock Fulton Prebon (Financial Futures) Limited Standfact Trading Limited Babcock & Brown Finance (UK) (No.3) Limited
Trading name(s)	
Company number:	02037144
Registered office:	Tower 42, Level 37, 25 Old Broad Street, London EC2N 1HQ
<i>Liquidator details</i>	
Liquidators’ names:	Laura Waters and Tim Walsh (“The Liquidators”)
Liquidators’ address:	c/o PricewaterhouseCoopers, 7 More London Riverside, London SE1 2RT
Date of appointment:	26 May 2011
Nature of appointment:	Members’ Voluntary Liquidation

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Appendix B

**PREBON (FINANCIAL FUTURES) LIMITED – IN MEMBERS’ VOLUNTARY LIQUIDATION
 SUMMARY OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
 FROM 26 MAY 2011 TO 31 MAY 2012**

	£
RECEIPTS	
Inter-company book debt due from Tullett Prebon Investment Holdings Limited	2 00
	<u>2.00</u>
	£
PAYMENTS	
In specie distribution to the sole member	2.00
	<u>2.00</u>