

**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

02588224

Name of Company

Abbey National Sterling Capital PLC

I, Kevin Goldfarb
Tavistock House South
Tavistock Square
London
WC1H 9LG

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 9
November 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 that ~~the same was done~~
~~accordingly~~ no quorum was present at the meeting

The meeting was held at Tavistock House South, Tavistock Square, London WC1H 9LG

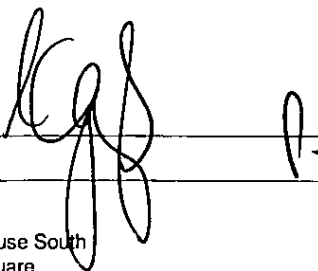
The winding up covers the period from 7 December 2011 (opening of winding up) to the final meeting (close of
winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

The meeting was inquorate

The enclosed report is the same report which was available at the final meeting

Signed



Date 13 November 2012

Griffins
Tavistock House South
Tavistock Square
London
WC1H 9LG

Ref ABBEY47/KAG/CORP/PB/PAT

FRIDAY



A14

A1LUM8R4

16/11/2012

COMPANIES HOUSE

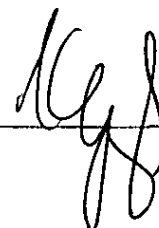
#59

Abbey National Sterling Capital PLC
(In Liquidation)
Liquidator's Abstract of Receipts & Payments
From 7 December 2011 To 9 November 2012

S of A £		£	£
	ASSET REALISATIONS		
50,000 00	Cash (and cash equivalents)	50,000 00	50,000 00
	DISTRIBUTIONS		
	Ordinary Shareholders	50,000 00	(50,000 00)
<u>50,000 00</u>			<u>NIL</u>

REPRESENTED BY

NIL



Kevin Goldfarb
Liquidator

**Abbey National Sterling Capital plc
“The Company”
(In Members’ Voluntary Liquidation)**

**Liquidator’s Final Report
for the period 7 December 2011 to 2 October 2012**



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- B A copy of Rules 4 49E and 4 148C [Insolvency Rules 1986 – as amended]
- C Supplementary information
- D Notice of Final Meeting and Proxy Form



1. Introduction

I refer to my appointment as Liquidator in this matter on 7 December 2011. The information below constitutes my final progress report to members pursuant to Section 94 of the Insolvency Act 1986 and Rule 4.126A of the Insolvency Rules 1986.

2. Receipts and Payments Account

At Appendix A, I have provided receipts and payments accounts for the periods 7 December 2011 to 2 October 2012. You will note that the only transaction is a distribution in specie to the member Abbey National Treasury Services Limited. The other member, Abbey National Nominees Limited, has waived its right to a distribution.

3. Realisation of Assets

The asset comprising cash/cash equivalents (with a value of £50,000) has been notionally distributed in specie to the shareholder Abbey National Treasury Services Limited.

4. Liquidator's Remuneration and Expenses

At the initial meeting of members held on 7 December 2011, it was confirmed that the liquidator's fees and expenses would be paid by Santander UK plc. Remuneration was set as a fixed fee. The amounts paid in respect of fees and expenses are shown at Appendix C.

5. Distributions / Dividends

A distribution in specie was declared to the member on 14 August 2012.

6. Final Meeting

A notice of the final meeting of members is enclosed at Appendix D, together with a proxy form.

7. Conclusion of Liquidation

Tax clearance has been obtained from HM Revenue & Customs and the liquidation is therefore now complete. The Company will be dissolved by the Registrar of Companies approximately three months following the date of the final meeting.

Should you have any queries regarding the liquidation, please do not hesitate to contact my colleague Patrick Tinsdale.

Yours faithfully


for **Kevin Goldfarb**
Liquidator



Appendix A

Receipts and payments account for the period 7 December 2011 to 2 October 2012



Abbey National Sterling Capital PLC
(In Liquidation)
Liquidator's Abstract of Receipts & Payments

Statement of Affairs		From 07/12/2011 To 02/10/2012
	ASSET REALISATIONS	
50,000 00	Cash (and cash equivalents)	50,000 00
		50,000 00
	DISTRIBUTIONS	
	Ordinary Shareholders	50,000 00
		(50,000 00)
<hr/> 50,000 00		<hr/> NIL
	REPRESENTED BY	
		<hr/> NIL


 for Kevin Goldfarb
 Liquidator

Appendix B

A copy of Rules 4 49E and 4 148C [The Insolvency Rules 1986 – as amended]



The Insolvency Rules 1986 & The Insolvency Amendment Rules 2010

4.148C - Members' claim that remuneration is excessive

(1) 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 the permission of the court, may apply to the court for one or more of the orders in paragraph (6) on the grounds that—

- (a) the remuneration charged by the liquidator,
- (b) the basis fixed for the liquidator's remuneration under Rule 4 148A, or
- (c) expenses incurred by the liquidator,

is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate

(2) Application must, subject to any order of the court under Rule 4 49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4 142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report")

(3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application, but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party

(4) If the application is not dismissed under paragraph (3), the court must fix a venue for it to be heard and give notice to the applicant accordingly

(5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it

(6) If the court considers the application to be well-founded, it must make one or more of the following orders—

- (a) an order reducing the amount of remuneration which the liquidator was entitled to charge,
- (b) an order fixing the basis of remuneration at a reduced rate or amount,
- (c) an order changing the basis of remuneration,
- (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation,
- (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify,

and may make any other order that it thinks just, but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report

(7) Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation

The Insolvency Rules 1986 & The Insolvency Amendment Rules 2010

4.49E - Creditors' and members' request for further information

(1) If—

- (a) within the period mentioned in paragraph (2)—
 - (i) a secured creditor, or
 - (ii) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or
 - (iii) members of the company in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company, or
- (b) with the permission of the court upon an application made within the period mentioned in paragraph (2)—
 - (i) any unsecured creditor, or
 - (ii) any member of the company in a members' voluntary winding up,

makes a request in writing to the liquidator for further information about remuneration or expenses set out in a progress report in accordance with Rule 4 49B(1)(e) or (f) (including by virtue of Rule 4 49C(5)) or in a draft report under Rule 4 49D, the liquidator must, within 14 days of receipt of the request, comply with paragraph (3) except to the extent that the request is in respect of matter in a draft report under Rule 4 49D or a progress report required by Rule 4 108 which (in either case) was previously included in a progress report not required by Rule 4 108

(2) The period referred to in paragraph (1)(a) and (b) is—

- (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the progress report where it is required by Rule 4 108, and
- (b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report or draft report in any other case

(3) The liquidator complies with this paragraph by either—

- (a) providing all of the information asked for, or
- (b) so far as the liquidator considers that—
 - (i) the time or cost of preparation of the information would be excessive, or
 - (ii) disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
 - (iii) the liquidator is subject to an obligation of confidentiality in respect of the information, giving reasons for not providing all of the information

(4) Any creditor, and any member of the company in a members' voluntary winding up, who need not be the same as the creditors or members who asked for the information, may apply to the court within 21 days of—

- (a) the giving by the liquidator of reasons for not providing all of the information asked for, or
 - (b) the expiry of the 14 days provided for in paragraph (1),
- and the court may make such order as it thinks just

(5) Without prejudice to the generality of paragraph (4), the order of the court under that paragraph may extend the period of 8 weeks or, as the case may be, 4 weeks provided for in Rule 4 131(1B) or 4 148C(2) by such further period as the court thinks just

(6) This Rule does not apply where the liquidator is the official receiver

Appendix C

Supplementary information



Abbey National Sterling Capital plc
(In Members' Voluntary Liquidation)
Supplementary Information

Registered Office / Home Address

Griffins
Tavistock House South
Tavistock Square
London WC1H 9LG

Registered Number

02588224

Appointment Details

Kevin Goldfarb
Tavistock House South
Tavistock Square
London
WC1H 9LG
Appointment Date - 07/12/2011

Changes to Office Holders

None

Additional Information

Dividends / Distributions / Consigned Funds

Dividend Type	Date	Admitted	Paid	p in £
In Specie	14 August 2012	N/A	£50,000	100

Unrealisable Assets

None

Details of Basis of Remuneration

Agreed as fixed fee (£1,500)

Statement of Remuneration / Expenses

Account	Date Incurred	Date Paid	Amount
Bonding Expenses	7 December 2011	2 February 2012	£120 00
Advertising Expenses	21 December 2011	2 February 2012	£104 63

Appendix D

Notice of Final Meeting and Proxy Form



Abbey National Sterling Capital plcPlease give full name and
address for communication

Name of Creditor/Member _____

Address of Creditor/Member _____
_____Please insert name of
person (who must be 18 or
over) or "chairman of the
meeting" (see note below)
if you wish to provide for
alternative proxy holders in
the circumstances that your
first choice is unable to
attend please state the
name(s) of the alternatives
as well

Name of Proxy Holder

1 _____

2 _____

3 _____

Please delete words in
brackets if the proxy holder
is only to vote as directed
i.e. he has no discretionI appoint the above person to be my/the creditor's/member's proxy holder at the
meeting of creditors/members to be held on 9 November 2012 or at any adjournment
of that meeting. The proxy holder is to propose or vote as instructed below (and in
respect of any resolution for which no specific instruction is given, may vote or abstain
at his/her discretion)**Voting instructions for resolutions**1 To approve the liquidator's receipts and payments account
FOR/AGAINST2 To approve the conduct of the liquidation
FOR/AGAINST3 To confirm that the liquidator be granted his release with immediate effect
FOR/AGAINSTAny other resolutions which
the proxy-holder is to
propose or vote in favour of
or against should be set
out in numbered
paragraphs in the space
opposite

This form must be signed

Signature _____ Date _____

Name in CAPITAL LETTERS _____

Only to be completed if the
creditor/member has not
signed in personPosition with creditor/member or relationship to creditor/member or other authority for
signature _____Please note that if you nominate the chairman of the meeting to be your proxy-holder
he will either be a director of the company or the current liquidator

Notice of Final Meeting

Pursuant to Section 94 of the Insolvency Act 1986

IN THE MATTER OF

ABBEY NATIONAL STERLING CAPITAL PLC

AND

IN THE MATTER OF THE INSOLVENCY ACT 1986

NOTICE IS HEREBY GIVEN that a final general meeting of the members of Abbey National Sterling Capital plc will be held at 10 35 am on 9 November 2012. The meeting will be held at the offices of Griffins, Tavistock House South, Tavistock Square, London WC1H 9LG.

The meeting is called pursuant to Section 94 of the Insolvency Act 1986 for the purpose of enabling the liquidator to present an account showing the manner in which the winding-up of the company has been conducted and for the purpose of detailing how the property of the company has been disposed of, and of hearing any explanation that may be given by the Liquidator.

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member. Proxies to be used at the meeting should be lodged at the offices of Griffins no later than 12 noon on the last business day before the meeting.

Signed



for

Kevin Goldfarb
Liquidator

Date: 2 October 2012