

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

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Company Number

02966036

Name of Company

The Education Exchange Limited

I / ~~We~~  
Sean K Croston  
No 1 Dorset Street  
Southampton  
SO15 2DP

give notice that a general meeting of the company was held/summoned for 19 May 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 19 May 2011

Grant Thornton UK LLP  
No 1 Dorset Street  
Southampton  
SO15 2DP

Ref P91107D/SKC/MJS/KNG/EZF

Insolve.

FRIDAY



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20/05/2011

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COMPANIES HOUSE

**Anthracite Holdings**  
**Energis Integration Services Limited**  
**Energis Mobile Limited**  
**The Education Exchange Limited**  
**- all in members' voluntary liquidation**

**Report to members on the conduct of the liquidations**

I refer to my appointment as liquidator of above named companies by their shareholders on 29 November 2010

I am now in a position to close the liquidations and to cease to act as liquidator and to report on the conduct of the liquidations to 19 May 2011, the date of the final meetings I also attach

- Appendix 1, the information prescribed under the Insolvency Act 1986 relating to the Companies,
- Appendix 2, an extract from the Insolvency Rules 1986 relating to the members' rights to request additional information from the liquidator,
- Appendix 3, an account of my receipts and payments in the liquidations, and
- Appendix 4, an extract from the Insolvency Rules 1986 relating to members' rights to challenge the liquidator's fees if excessive

**Realisation and distribution of assets**

**Anthracite Holdings**

At the commencement of the liquidation and according to the company's declaration of solvency made on 29 November 2010, the company's sole asset was an inter company debt due from Cable & Wireless Global Holding Limited in the sum of £797 This debt was distributed in specie to Cable & Wireless Global Holding Limited, the parent company, on 28 February 2011 A copy of the fully executed deed of distribution is enclosed for your files

**Energis Integration Services Limited**

At the commencement of the liquidation and according to the company's declaration of solvency made on 29 November 2010, the company held a nil balance sheet position comprising no assets and liabilities

**Energis Mobile Limited**

At the commencement of the liquidation and according to the company's declaration of solvency made on 29 November 2010, the company held a nil balance sheet position comprising no assets and liabilities

**The Education Exchange Limited**

At the commencement of the liquidation and according to the company's declaration of solvency made on 29 November 2010, the company held a nil balance sheet position comprising no assets and liabilities

I attach at Appendix 3 an abstract of my receipts and payments for the period to 19 May 2011. The value placed upon the distribution was based upon the latest filed audited accounts for the period ended 31 March 2009 and the declarations of solvency completed on 29 November 2010.

HMRC has provided me with confirmation that the Companies have no outstanding tax liabilities and clearance to close the liquidations.

**Liquidators' fees and disbursements**

It was agreed that the costs of executing the liquidations are to be met by Cable & Wireless UK. I will write to Cable & Wireless UK under a separate cover, with our invoice for acting as liquidator of these companies.

Disbursements have been incurred in relation to statutory advertising and bonding and these will be invoiced to Cable & Wireless UK.

I attach at Appendix 4 a copy of Rule 4.148C of the Insolvency Rules 1986 relating to a liquidator's remuneration, edited for members' voluntary liquidations.

DATED THIS 19TH DAY OF MAY 2011



\_\_\_\_\_  
Sean Croston  
Liquidator

**Appendix 1 - Prescribed information****Companies names**

Anthracite Holdings  
Energis Integration Services Limited  
Energis Mobile Limited  
The Education Exchange Limited

**Registered numbers**

04256107  
01949601  
04050420  
02966036

**Registered office**

No 1 Dorset Street  
Southampton  
Hampshire  
SO15 2 DP

**Name of liquidator**

Sean Croston

**Address of liquidator**

No 1 Dorset Street  
Southampton  
Hampshire  
SO15 2 DP

**Liquidator's office-holder number**

8930

**Date of appointment of liquidator**

29 November 2010

**Details of any changes of liquidator**

None

**Telephone and email contact details for the liquidator**

Mike Smith on 020 7728 2496  
or mike.j.smith@uk.gt.com

**Appendix 2 - Rule 4.49E: Members' request for further information (edited for application to a members' voluntary liquidation)**

- 1 Members of the company 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 with the permission of the court upon an application, may make a request in writing to the liquidator for further information about remuneration or expenses set out this report
- 2 The periods in which the request or application should be made are
  - (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the notice and account of his administration of the winding-up where it relates to the resignation of the liquidator under Rule 4 142, 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 must, within 14 days of receipt of the request, either
  - (a) provide 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,give reasons for not providing all of the information
- 4 Any member of the company, who need not be the same as the member(s) who asked for the information, may apply to the court within 21 days of the giving by the liquidator of reasons for not providing all of the information asked for, or the expiry of the 14 days from the date the information was requested, and the court may make such order as it thinks just

### **Appendix 3 - Abstract of the liquidators' receipts and payments**

#### **Anthracite Holdings**

<b>Declaration of Solvency</b>		<b>Receipts and payments for the period from 29 November 2010 to 19 May 2011</b>	
	<b>£</b>		<b>£</b>
<b>Assets</b>		<b>Receipts</b>	
Inter-company book debt	797	Inter-company book debt, distributed in specie	797
	<hr/>		<hr/>
<b>Liabilities</b>		<b>Payments</b>	
	Nil	Shareholder capital distribution distributed in specie	797
Estimated surplus	797	Balance in hand	Nil
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#### **Energis Integration Services Limited**

<b>Declaration of Solvency</b>		<b>Receipts and payments for the period from 29 November 2010 to 19 May 2011</b>	
	<b>£</b>		<b>£</b>
<b>Assets</b>		<b>Receipts</b>	
Inter-company book debt	Nil	Inter-company book debt, distributed in specie	Nil
	<hr/>		<hr/>
<b>Liabilities</b>		<b>Payments</b>	
	Nil	Shareholder capital distribution distributed in specie	Nil
Estimated surplus	Nil	Balance in hand	Nil
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**Energis Mobile Limited**

<b>Declaration of Solvency</b>		<b>Receipts and payments for the period from 29 November 2010 to 19 May 2011</b>	
	<b>£</b>		<b>£</b>
<b>Assets</b>		<b>Receipts</b>	
Inter-company book debt	Nil	Inter-company book debt, distributed in specie	Nil
	<hr/>		<hr/>
<b>Liabilities</b>		<b>Payments</b>	
	Nil	Shareholder capital distribution distributed in specie	Nil
<b>Estimated surplus</b>	Nil	Balance in hand	Nil
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**The Education Exchange Limited**

<b>Declaration of Solvency</b>		<b>Receipts and payments for the period from 29 November 2010 to 19 May 2011</b>	
	<b>£</b>		<b>£</b>
<b>Assets</b>		<b>Receipts</b>	
Inter-company book debt	Nil	Inter-company book debt, distributed in specie	Nil
	<hr/>		<hr/>
<b>Liabilities</b>		<b>Payments</b>	
	Nil	Shareholder capital distribution distributed in specie	Nil
<b>Estimated surplus</b>	Nil	Balance in hand	Nil
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**Note:**

The distribution in specie referred to above was valued by reference to the last filed audited accounts for the period ended 31 March 2009 and the declaration of solvency dated 29 November 2010

**Appendix 4 - Rule 4.148C: Members' claim that a liquidator's remuneration is excessive (edited for application to a members' voluntary liquidation)**

- 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 An application must 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') The court may extend these periods as it see fit
- 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