

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

03087584

Name of Company

Re Life Limited

We

Sean K Croston, 30 Finsbury Square, London, EC2P 2YU, and

Richard G White, 30 Finsbury Square, London, EC2P 2YU

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 summoned for 22 September 2014 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 no quorum was present at the meeting

The meeting was held at Grant Thornton UK LLP, 30 Finsbury Square, London, EC2P 2YU

The winding up covers the period from 18 August 2014 (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

No quorum was present at the meeting

Signed



Date 22 September 2014

Grant Thornton UK LLP
30 Finsbury Square
London
EC2P 2YU

Ref SKC/RGW/SDC/CTM/JET/S09900Z

TUESDAY



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**Re Life Limited - In Members' Voluntary Liquidation
(the Company)**

We refer to our appointment as joint liquidators of the Company by its sole shareholder on 18 August 2014

We are now in a position to close the liquidation and to cease to act as joint liquidators and to report on the conduct of the liquidation to 22 September 2014, the date of the final meeting. We also attach

- Appendix 1, the information prescribed under the Insolvency Act 1986 relating to the Company,
- 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 our receipts and payments in the liquidation, 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

The directors' statutory declaration of solvency made on 18 August 2014 disclosed that the Company had assets of £2,357,000 comprising an inter-company receivable balance due from Admin Re UK Limited

We attach at Appendix 3 an account of our receipts and payments for the period to 22 September 2014. On 20 August 2014, the Company's assets were distributed in specie to the sole shareholder by way of a deed of assignment. The value placed upon the distribution was based upon management accounts for the period ended 31 July 2014 and the declaration of solvency dated 18 August 2014.

HM Revenue & Customs has provided us with confirmation that the Company has no outstanding tax liabilities and clearance to close the liquidation.

Liquidators' fees and disbursements

Our fees and disbursements for the liquidation are being met by a third party in relation to the liquidations of a number of companies, and the bulk of our work has been carried out in the period leading to the Company being placed into liquidation.

We 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.



Richard G White and Sean K Croston
Joint Liquidators

Appendix 1 - Prescribed information

Company name	Re Life Limited
Registered number	03087584
Registered office	30 Finsbury Square, London, EC2P 2YU
Names of liquidators	Sean K Croston and Richard G White
Address of liquidators	Grant Thornton UK LLP, 30 Finsbury Square, London, EC2P 2YU
Liquidators' office-holder numbers	8930 and 8937
Date of appointment of liquidators	18 August 2014
Details of any changes of liquidator	None
Telephone and email contact details for the liquidators	Sean Cannon Tel 020 7865 2565 Email sean.cannon@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 in 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 - Account of the joint liquidators' receipts and payments

Declaration of Solvency		Receipts and payments for the period from 18 August 2014 to 22 September 2014	
	£		£
Assets		Receipts	
Inter-company book debt	2,357,000	Inter-company book debt distributed in specie	2,357,000
	<u>2,357,000</u>		<u>2,357,000</u>
Liabilities		Payments	
	Nil	Shareholder capital distribution distributed in specie	(2,357,000)
Estimated surplus	<u>2,357,000</u>	Balance in hand	<u>Nil</u>

Note:

The distribution in specie referred to above was valued by reference to management accounts for the period ended 31 July 2014, and the declaration of solvency dated 18 August 2014

The costs and expenses of the liquidation are being met by a third party

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 sees 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