

Return of Final Meeting in a
Members' Voluntary Winding Up
Pursuant to Section 94 of the
Insolvency Act 1986

S94

To the Registrar of Companies

For Official Use

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Company Number

03169267

Name of Company

EBS No. 1 Limited

I / We
Jeremy Simon Spratt
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

John David Thomas Milsom
KPMG LLP, 8 Salisbury Square
London
EC4Y 8BB

give notice that a general meeting of the company was ~~held~~/summoned for 23 March 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

Signed



Date 23 March 2012

KPMG LLP
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

Ref IBC1643747/NJT/JXE/MS

For Official Use

Insolvency Sect

Post Room

FRIDAY



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30/03/2012

#327

COMPANIES HOUSE

EBS No. 1 Limited (in members' voluntary liquidation) ("the Company")

**Liquidators' final progress report for the period from 15 December 2011 to 23 March 2012
prepared for the final meeting of members held on 23 March 2012**

Name	EBS No 1 Limited
Trading name / Former names	Trushelfco (No 2148) Limited
Company number	3169267
Previous registered office	2 Broadgate, London, EC2M 7UR
Present registered office	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Joint liquidators	Jeremy Simon Spratt & John David Thomas Milsom
Joint liquidators' address	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Date of appointment	15 December 2011
Appointed by	Members

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
72,594,353	Inter-company debt	<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	
			<u>NIL</u>
<u>72,594,353</u>			<u>NIL</u>

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed a debt due from Intercapital Limited. The debt has been distributed by assignment to Garban Group Holdings Limited, the sole shareholder of the Company (see "Distributions" below).

Notices to creditors to prove their claims in the liquidation were advertised in The London Gazette and The Times newspapers on 23 December 2011. No creditors were forthcoming as a result of these advertisements.

Tax

The Company's tax advisors advised that the Company had dormant corporation tax status. Following their appointment, the joint liquidators sought and received confirmation from HM Revenue and Customs ("HMRC") that the Company had no outstanding corporation tax returns or liabilities, that it would not raise enquiries into any pre or post liquidation periods and that it had no objection to the liquidators calling a final meeting of members to conclude the liquidation.

A similar assurance was sought and received from HMRC in respect of VAT and PAYE matters.

Distributions

On 16 February 2012 the joint liquidators declared a first and final distribution of the assets of the Company to Garban Group Holdings Limited as the sole beneficial shareholder of the Company.

The distribution was at the rate of 50.9606836 pence per £1 ordinary A and £1 ordinary B shares and was effected by the assignment of the debt of £72,594,353 due from Intercapital Limited.

Joint liquidators' remuneration and expenses

A written resolution was passed on 15 December 2011 that the remuneration of the joint liquidators be fixed at their normal charging rates according to the time properly spent by them and members of their staff in attending to matters arising in the winding up of the Company.

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In the event, the liquidators' remuneration has been paid by ICAP Plc and accordingly no detailed analysis is included in this report

A handwritten signature in black ink, appearing to read 'JS Spratt', with a large, sweeping flourish underneath.

Jeremy Simon Spratt

23 March 2012