

Section 94

Form 4 71

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

03681067

Name of Company

Scottish Power (SOCL) Limited

I, Blair Carnegie Nimmo  
Saltire Court  
20 Castle Terrace  
Edinburgh  
EH1 2EG

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 1 July 2016 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 deemed to have been held at KPMG LLP, Saltire Court, 20 Castle Terrace, Edinburgh, EH1 2EG

The winding up covers the period from 16 December 2013 (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 and the chairman noted that the liquidator would accordingly vacate his office and have his release, pursuant to 173(2)(d) of the Insolvency Act 1986, immediately after sending a copy of the final account to the Registrar of Companies

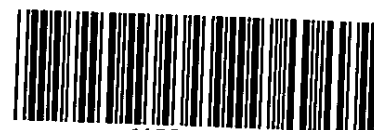
01 July 2016

KPMG LLP  
Saltire Court  
20 Castle Terrace  
Edinburgh  
EH1 2EG

Date

Ref SBC08A2833/JET/KB

TUESDAY



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26/07/2016

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COMPANIES HOUSE

**SCOTTISH POWER (SOCL) LIMITED (IN MEMBERS' VOLUNTARY  
LIQUIDATION) ("THE COMPANY")**

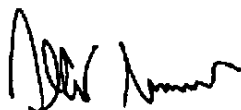
**MINUTES OF THE FINAL MEETING OF MEMBERS OF THE COMPANY HELD AT  
THE OFFICES OF KPMG LLP, SALTIRE COURT ON 1 July 2016 AT 10.00am**

**PRESENT**    Blair Carnegie Nimmo                      Chairman of the meeting

An account of the Liquidator's acts and dealings and of the conduct of the winding up, which had already been distributed to all shareholders, was available to be presented to the meeting along with a summary of receipts and payments for consideration

No quorum was present at the meeting and hence the Liquidator was automatically released under Section 173(2)(d) of the Insolvency Act 1986

There being no further business the meeting was closed at 10 15



Blair Carnegie Nimmo  
Chairman of the Meeting



**KPMG LLP**  
**Restructuring**  
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20 Castle Terrace  
Edinburgh  
EH1 2EG United Kingdom

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Robertson Street  
Glasgow  
G2 8SP

Our ref 6 IN

Contact Kylie Burgess  
0131 4517753

5 June 2016

Dear Sir/Madam

**Scottish Power (SOCL) Limited – in Members' Voluntary Liquidation (the  
'Company')  
Liquidator – Blair Nimmo**

#### **Final report to members**

I am now in a position to conclude the liquidation and convene the final meeting of members of the company in accordance with section 94 of the Insolvency Act 1986

I attach as Appendix 1 the Liquidator's receipts and payments account for the period 16 December 2015 to 31 May 2016 and the cumulative receipts and payments to date. I comment below on the principal matters that have arisen in the liquidation

#### **Matters arising during the course of the liquidation**

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed neither assets nor liabilities

The Company had no known creditors

A notice to creditors to prove their claims in the liquidation was advertised in The London Gazette and The Independent newspaper on 20 December 2013. No creditors were forthcoming as a result of this advertisement

#### **Tax**

All pre-liquidation corporation tax matters were handled by the Scottish Power tax team who prepared and submitted all outstanding returns up to the date of the commencement of the liquidation to HM Revenue & Customs ("HMRC"). At the request of the liquidator, HMRC subsequently confirmed 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 liquidator calling a final meeting of members to conclude the liquidation

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

### **Distributions**

There were no assets available for distribution to shareholders

### **Liquidator's remuneration**

A written resolution was passed on 16 December 2013 that the remuneration of the liquidator be fixed at his normal charging rates according to the time properly spent by him and members of his staff in attending to matters arising in the winding up of the Company.

However, the liquidator's remuneration will be paid by Scottish Power Limited and accordingly no detailed analysis is included in this report

### **Final Meeting**

I attach a notice of the final meeting of members, which has been convened for 10 00am on 1 July 2016, together with a proxy form. The meeting is convened pursuant to Section 94 of the Insolvency Act 1986 and its purpose is to receive an account showing the manner in which the winding up has been conducted and the property of the company disposed of, and of hearing any explanation which may be given by the joint liquidators

There are no resolutions to be proposed at the meeting

The account to be laid before the meeting is the same as in this letter and attachments. There is no necessity to attend the meeting in person unless you so wish, nor is it necessary for you to complete the proxy form. If you do propose to attend the meeting on 1 July 2016, please contact Kylie Burgess on +44 (0) 131 451 7753 in order that the appropriate arrangements can be made

The Liquidator will file their final return with the Registrar of Companies within 7 days of the final meeting. The company will be dissolved three months thereafter



**KPMG LLP**  
*Scottish Power (SOCL) Limited – in Members Voluntary Liquidation*  
5 June 2016

Please contact my colleague Kylie Burgess if you have any queries

Yours faithfully  
For Scottish Power (SOCL) Limited – in Members' Voluntary Liquidation

Blair Nimmo  
*Liquidator*

Blair Carnegie Nimmo is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants of Scotland  
I am bound by the Insolvency Code of Ethics

