

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

05145823

Name of Company

BUPA Europe Finance 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

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 03 May 2013 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 KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB~~

The winding up covers the period from 1 July 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
No quorum was present at the meeting and the chairman noted that the liquidators would accordingly vacate their office and have their 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

Signed



Date 03 May 2013

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

Ref BB70450336/PJL/JXE

THURSDAY



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09/05/2013

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COMPANIES HOUSE

Bupa Europe Finance Limited (in members' voluntary liquidation) ("the Company")

Liquidators' final progress report for the period from 1 July 2011 to 3 May 2013 presented at the final meeting held on 3 May 2013

Name	Bupa Europe Finance Limited
Trading name / Former names	Bupa Europe Finance (until 07/03/2005)
Company number	05145823
Previous registered office	Bupa House, 15-19 Bloomsbury Way, London, WC1A 2BA
Present registered office	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Joint liquidators	Jeremy Simon Spratt and John David Thomas Milsom
Joint liquidators' address	KPMG LLP, 8 Salisbury Square, London EC4Y 8BB
Date of appointment	1 July 2011
Appointed by	Members

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
56,060*	Intercompany debt		
		<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	
			<u>NIL</u>
<u>56,060</u>			<u>NIL</u>

*see "Distributions"

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed an intercompany debt of £56,060. With sanction from the joint liquidators the shares of the Company were sold to Bupa Guernsey No 2 Limited ("BG2"). The debt of £56,060 is now due from BG2 and has been distributed by set off (see "Distributions" below).

The Company had no known creditors. Notices to creditors to prove their claims in the liquidation were advertised in The London Gazette and The Times newspaper on 11 July 2011. No creditors were forthcoming as a result of these advertisements.

A search of the Index of Proprietors' Names at HM Land Registry, in the name of the Company, proved negative.

Tax

All pre-liquidation corporation tax matters were handled by Bupa Tax who prepared and submitted all outstanding returns to HM Revenue & Customs ("HMRC"). Upon submission Bupa Tax requested that HMRC confirm 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. The necessary assurances have been received.

A similar assurance was sought and received from HMRC in respect of PAYE. HMRC has confirmed that the Company has never been registered for VAT.

Distributions

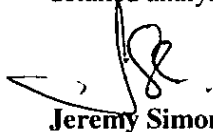
On 22 March 2013 the liquidators declared a first and final distribution of the assets of the Company to BG2, the Company's sole shareholder.

The distribution was at the rate of 0.0070682 pence per £0.0001 Ordinary share and was effected by set off against the debt of £56,060 due to the Company by BG2.

Joint liquidators' remuneration and expenses

A written resolution was passed on 1 July 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

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



Jeremy Simon Spratt

3 May 2013