

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

05487744

Name of Company

Octopus Eclipse VCT 4 Plc

I/We William Duncan  
2 Wellington Place  
Leeds  
LS1 4AP

Keith Allan Marshall  
2 Wellington Place  
Leeds  
LS1 4AP

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~~ 21 January 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 the same was done accordingly / ~~no quorum was~~ present at the meeting

The meeting was held at 2 Wellington Place, Leeds, LS1 4AP

The winding up covers the period from 31 October 2012 (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

Members resolved that the Joint Liquidators be released from office

Signed



Date 21 January 2014

Baker Tilly Business Services Limited  
2 Wellington Place  
Leeds  
LS1 4AP

Ref 5524569/WD/KAM/GL/ET/CHH

WEDNESDAY



\*A304EQU1\*

A18

22/01/2014

#92

COMPANIES HOUSE

**Octopus Eclipse VCT 2 PLC**  
**Octopus Eclipse VCT 3 PLC**  
**Octopus Eclipse VCT 4 PLC ("the Companies") – all in Members' Voluntary Liquidation**  
**Joint Liquidators' combined final progress report pursuant to Section 94 of the Insolvency Act 1986**

**Introduction**

At a meeting of members held on 31 October 2012, a resolution was passed that the Companies be placed into Members' Voluntary Liquidation and that Sarah Louise Burge and I, William Duncan, be appointed as Joint Liquidators, as part of a scheme of reconstruction made pursuant to Section 110 of the Insolvency Act 1986. The scheme of reconstruction was described in Part III of a circular to the shareholders of the Companies dated 28 September 2012, and authorised by a special resolution of the Companies passed at general meetings held on 23 October 2012.

This is the Joint Liquidators' combined final report to members pursuant to Section 94 of the Insolvency Act 1986.

**Conduct of the Winding Up**

One individual shareholder of Octopus Eclipse VCT 2 Plc expressed their dissent to the resolution put to all members at the first general meeting held on 23 October 2012. Consequently, the Joint Liquidators purchased the individual's shareholding at a pre-determined break price of £0.3644 pence per share using funds to the value of £5,520.66 advanced into the Liquidation estate by Octopus Eclipse VCT Plc.

Aside from the funds advanced above, there have been no other asset realisations. All assets and liabilities of the Companies were transferred to Octopus Eclipse VCT Plc on 31 October 2012 in accordance with Transfer Agreements of the same date.

All liquidation expenses were paid by Octopus Eclipse VCT Plc.

**Dividend information**

All liabilities of the Companies transferred to Octopus Eclipse VCT Plc under the Transfer Agreements and have been paid in full.

Shareholders of Octopus Eclipse VCT 2 Plc received shares in Octopus Eclipse VCT Plc in exchange, in the ratio of 1.145671 shares for each share held in Octopus Eclipse VCT 2 Plc.

Shareholders of Octopus Eclipse VCT 3 Plc received shares in Octopus Eclipse VCT Plc in exchange, in the ratio of 1.027116 shares for each share held in Octopus Eclipse VCT 3 Plc.

Shareholders of Octopus Eclipse VCT 4 Plc received shares in Octopus Eclipse VCT Plc in exchange, in the ratio of 1.026680 shares for each share held in Octopus Eclipse VCT 4 Plc.

**Fee information**

In accordance with our engagement letter dated 8 August 2012, the Joint Liquidators' fees were fixed by members on a time cost basis subject to an aggregate cap of £19,000 plus disbursements and VAT.

To date we have invoiced a total of £19,000 plus VAT and disbursements to Octopus Eclipse VCT Plc.

Date 21 January 2014



**William Duncan**  
**Joint Liquidator**

**Octopus Eclipse VCT 4 Plc  
(In Liquidation)**

**Summary of Receipts & Payments**

RECEIPTS	Declaration of Solvency (£)	From 31/10/2012 To 30/10/2013 (£)	From 31/10/2013 To 21/01/2014 (£)	Total (£)
Book Debts	43,000 00	0 00	0 00	0 00
Fixed Asset Investments	7,879,000 00	0 00	0 00	0 00
Money Market Securities	4,082,000 00	0 00	0 00	0 00
Cash at Bank	123,000 00	0 00	0 00	0 00
		0 00	0 00	0 00
<b>PAYMENTS</b>				
Creditors	(141,000 00)	0 00	0 00	0 00
		0 00	0 00	0 00
<b>Net Receipts/(Payments)</b>		0 00	0 00	0 00
<b>MADE UP AS FOLLOWS</b>				
		0 00	0 00	0 00

Note


Note 1 (pursuant to Rule 4 49F(2) of The Insolvency Rules)

All assets and liabilities of the Company were transferred to Octopus Eclipse VCT Plc on 31 October 2012 pursuant to a scheme of reconstruction described in Part III of a circular to shareholders dated 28 September 2012 and authorised by a special resolution of the Company passed at general meeting on 23 October 2012

Shareholders of the Company received 1 026680 shares in Octopus Eclipse VCT Plc in exchange for their shares in the Company. The circular states that exchange and receipt of shares in Octopus Eclipse VCT Plc should not constitute a disposal for capital gains tax purposes

Note 2

The statement of assets and liabilities recorded on the Declaration of Solvency are as at 30 September 2012 being the latest practicable date before making the declaration

  
 William Duncan