

Return of Final Meeting in a
Members' Voluntary Winding up

S.94

Pursuant to Section 94 of the Insolvency Act 1986

To the Registrar of Companies

Company Number

05546826

Name of Company

(a) Insert full name
of company

VITA NETHERLANDS

(b) Insert full
name(s) and
address(es)

We Emma Cray and Karen Dukes
Of PricewaterhouseCoopers LLP
7 More London Riverside, London SE1 2RT

(c) Delete as
applicable

(d) Insert date

(e) The copy
account must be
authenticated by
the written
signature(s) of the
liquidator(s)

(f) Insert venue of
meeting

Give notice that a general meeting of the company was duly summoned for 3 March 2017 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 no quorum was present at the meeting.

The meeting was held at Cornwall Court, 19 Cornwall Street, Birmingham, B3 2DT.

The winding up covers the period from 13 January 2016 (opening of winding up) to the final meeting (close of winding up).

The outcome of any meeting (including any resolutions passed at the meeting) was as follows:

No quorum was present.

Signed



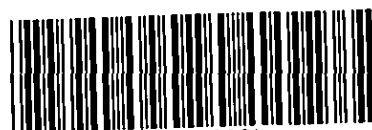
Date

3/3/17

Presenter's name,
address and
reference

Emma Cray
PricewaterhouseCoopers LLP
(if any) 7 More London Riverside
London
SE1 2RT

MONDAY



A624HQ9C

A11

13/03/2017

#135

COMPANIES HOUSE

VITA NETHERLANDS – IN MEMBERS' VOLUNTARY LIQUIDATION (THE COMPANY)

**FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
PREPARED FOR THE FINAL MEETING OF MEMBERS ON 3 MARCH 2017**

INTRODUCTION

The Company was placed into members' voluntary liquidation on 13 January 2016 when Emma Cray and Karen Dukes were appointed joint liquidators (the liquidators).

We are required to provide you with a final report on the conduct and outcome of the liquidation. This report is for the period 13 January 2016 to 3 March 2017 and also serves as a progress report from 13 January 2016 to 3 March 2017.

We are also required to give you certain information about the Company and the liquidators; this information is attached as appendix A.

We attach as appendix B a summary of our receipts and payments for the liquidation.

REPORT ON THE LIQUIDATION

Realisation of assets:

The directors' Declaration of Solvency showed that the Company's assets were:

	£
Inter group debtors	125,224
Total	<u>125,224</u>

At the point of liquidation an inter group debtor totalling £121,391 was offset against the corresponding inter group creditor which is detailed in the section below.

After our appointment, the Company's remaining inter group debt of £3,822 was taken under control until distribution.

No additional assets have been identified.

Settlement of liabilities:

This section covers all liabilities except any claims of HM Revenue & Customs (HMRC) which are dealt with separately below under HMRC.

The directors' Declaration of Solvency and the Company's records showed the Company had outstanding liabilities totalling £121,391 as follows:

	£
Inter group creditors	121,391
Total	<u>121,391</u>

At the point of liquidation the above inter group creditor was offset against the corresponding inter group debtor.

After our appointment we published a notice in the London Gazette inviting any unknown creditors to send in their claims. No such claims were received.

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HMRC:

The directors' Declaration of Solvency and the Company's records showed that the Company had no tax liabilities.

After our appointment, we wrote to HMRC to inform them of our appointment and to request details of any outstanding liabilities. HMRC have confirmed that the Company has no outstanding liabilities and they have confirmed their agreement to us closing the liquidation.

Distributions to shareholders:

At the time of our appointment, the issued share capital of the Company consisted of 200 Ordinary €0.01 shares.

On 15 February 2017 we made a distribution in specie of £3,833 (representing approximately £19.17 per share) to the ordinary shareholders

The distribution in specie consisted of an inter group debtor balance together with any other assets held by the Company. The value attributed to the in specie distribution was based on the value at which the asset was held in the Company's books

OUR FEES AND EXPENSES

Basis of remuneration:

At the time of our appointment, a resolution was passed for us to be paid by reference to the time properly given by us and our staff in dealing with the liquidation.

Funding of the liquidation:

Although fees have been paid to us on the basis specified above, our fees and expenses have not been paid out of the liquidation estate. Instead, Vita (Group) Unlimited has met our fees and expenses for the Company and 3 connected companies.

Remuneration charged:

Our time costs for the liquidation period for this Company and 3 connected companies are £5,994.

The above time costs are calculated to 10 February 2017, being the latest practicable date. This represents 26 hours at an average hourly rate of £231.

To date no post-appointment fees have been invoiced for this case. Final fees will be agreed and invoiced in due course.

Liquidators' expenses:

During the liquidation we have incurred expenses of £1,030 plus VAT. These costs, which will be or have been re-charged, consist of:

	£
Category 1 expenses [see Note 1 below]:	
Statutory advertising	567
Statutory bonding	225
Travel - train	238
Total expenses	<u>1,030</u>

VITA NETHERLANDS – IN MEMBERS' VOLUNTARY LIQUIDATION (THE COMPANY)

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Notes:

1. Category 1 expenses represent specific expenditure incurred directly in respect of this liquidation and payment has been to independent third parties.

Members' rights re liquidators' remuneration and expenses:

Members are entitled to request further information about our fees and expenses. Such requests need to be made within 21 days of receipt of this report. See Rule 4.49E of the Insolvency Rules 1986 for further detail.

In certain circumstances, members are entitled to claim by way of court application that the liquidators' fees and expenses are excessive. Such applications need to be made within 8 weeks of receipt of this report. See Rule 4.148C of the Insolvency Rules 1986 (as amended) for further detail.

This concludes our report.

VITA NETHERLANDS – IN MEMBERS' VOLUNTARY LIQUIDATION (THE COMPANY)

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Appendix A

INFORMATION ON THE COMPANY AND THE LIQUIDATORS

Company details:	
Company name:	Vita Netherlands
Company number:	05546826
Registered office:	Oldham Road, Middleton, Manchester, M24 2DB
Liquidators' details:	
Liquidators' names:	Emma Cray & Karen Dukes (the liquidators)
Liquidators' address:	c/o PricewaterhouseCoopers, Cornwall Court, 19 Cornwall Street, Birmingham, B3 2DT
Date of appointment:	13 January 2016
Nature of appointment:	Members' Voluntary Liquidation

Emma Cray and Karen Dukes have been appointed as joint liquidators. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The joint liquidators are bound by the Insolvency Code of Ethics which can be found at: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>

The joint liquidators are Data Controllers of personal data as defined by the Data Protection Act 1998. PricewaterhouseCoopers LLP will act as Data Processor on their instructions. Personal data will be kept secure and processed only for matters relating to the liquidation.

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Appendix B

**ABSTRACT OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
FROM 13 JANUARY 2016 TO 3 MARCH 2017**

	£
RECEIPTS	
Inter-group debtors	<u>125,224</u>
	<u>125,224</u>
	£
PAYMENTS	
Distribution to members	3,833
Inter-group creditor	<u>121,391</u>
	<u>125,224</u>
BALANCE OF FUNDS HELD	<u>NIL</u>