

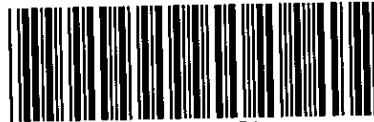
# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

TUESDAY



\*A68YHUUQ\*

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20/06/2017

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COMPANIES HOUSE

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:shouse

### 1 Company details

Company number 0 6 2 9 0 5 0 7

Company name in full Ophir Indonesia (Simenggaris) Limited

→ Filling in this form

Please complete in typescript or in  
bold black capitals.

### 2 Liquidator's name

Full forename(s) Malcolm

Surname Cohen

### 3 Liquidator's address

Building name/number 55 Baker Street

Street London

Post town W1U 7EU

County/Region

Postcode

Country

### 4 Liquidator's name ①

Full forename(s)

Surname

① Other liquidator

Use this section to tell us about  
another liquidator.

### 5 Liquidator's address ②

Building name/number

Street

Post town

County/Region

Postcode

Country

② Other liquidator

Use this section to tell us about  
another liquidator.

# LIQ13

Notice of final account prior to dissolution in MVL

6

## Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.

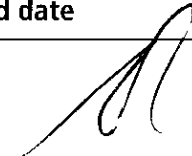
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## Sign and date

Liquidator's signature

Signature

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Signature date

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# LIQ13

## Notice of final account prior to dissolution in MVL



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Malcolm Cohen								
Company name	BDO LLP								
Address	55 Baker Street								
	London								
Post town	W1U 7EU								
County/Region									
Postcode	<table><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>								
Country									
DX									
Telephone	020 7486 5888								



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☒ The company name and number match the information held on the public Register.
- ☒ You have attached the required documents.
- ☒ You have signed the form.



### Important information

All information on this form will appear on the public record.



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.



### Further information

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

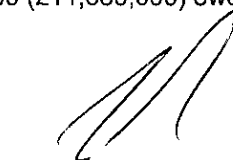
This form is available in an alternative format. Please visit the forms page on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

**Ophir Indonesia (Simenggaris) Limited**  
**(In Liquidation)**  
**Liquidator's Abstract of Receipts & Payments**

Declaration of Solvency		From 16/11/2016 To 19/06/2017	From 16/11/2016 To 19/06/2017
11,680,000.00	ASSET REALISATIONS		
	Book Debts	NIL	NIL
		NIL	NIL
<hr/> 11,680,000.00		<hr/> NIL	<hr/> NIL
REPRESENTED BY			
			NIL

**Note:**

A distribution in specie of the intercompany debtor balance of US\$14,600,000 (£11,680,000) owed to the Company was made on 21 April 2017.



Malcolm Cohen  
Liquidator



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Fax: +44 (0)20 7935 3944  
DX 9025 West End W1  
www.bdo.co.uk

Business  
Restructuring  
55 Baker Street  
London W1U 7EU

TO ALL SHAREHOLDERS

19 June 2017

Our Ref 7/SMB/ophir

Please ask for Sharon Bloomfield  
Telephone: 020 7893 2905  
Email: sharon.bloomfield@bdo.co.uk

Dear Sir/Madam

**Salamander Energy (Bengara) Limited ('Bengara') - 06391640**  
**Salamander Energy (Glagah Kambuna Holdings) Limited ('Glagah') - 06976494**  
**Salamander Energy (Philippines) Limited ('Philippines') - 06071067**  
**Salamander Energy (Vietnam) Limited ('Vietnam') - 06091831**  
**Ophir Indonesia (Simenggaris) Limited ('Simenggaris') - 06290507**  
**(together 'the Companies') - All In Members' Voluntary Liquidation**

In accordance with Section 94 of the Insolvency Act 1986 ('the Act') this is my final report on these liquidations, covering the period from commencement on 16 November 2016 to 19 June 2017.

This finalises my draft final report and accounts which were issued to the Companies' respective members on 21 April 2017. No substantive issues have been raised by the members so the Companies' affairs are now fully wound up.

### Statutory Information

I, Malcolm Cohen (officeholder number: 6825) of BDO LLP, 55 Baker Street, London, W1U 7EU was appointed Liquidator of the Companies on 16 November 2016.

The Companies' respective registered numbers are detailed above. The Companies' dates of incorporation and former names are shown in Schedule 1 to this report.

The Companies' principal trading address and former registered office was Level 4, 123 Victoria Street, London, SE1E 6DE. The registered office was changed to 55 Baker Street, London, W1U 7EU following my appointment.

The Companies are all wholly owned subsidiaries of Ophir Energy plc ('Ophir').

### Receipts and Payments

There have been no receipts or payments in the liquidation period.

The Declarations of Solvency sworn by the Companies' directors at the commencement of the liquidations detailed that the Companies' only assets were intercompany debtor balances. These were distributed in specie on 21 April as detailed below.

Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at [www.bdo.co.uk/services/business-restructuring/authorising-bodies-and-solvency-appointment-takers](http://www.bdo.co.uk/services/business-restructuring/authorising-bodies-and-solvency-appointment-takers)

BDO LLP, a UK limited liability partnership registered in England and Wales under number OC305127, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms. A list of members' names is open to inspection at our registered office, 55 Baker Street, London W1U 7EU. BDO LLP is authorised and regulated by the Financial Conduct Authority to conduct investment business.g:\office97\bloom\ophir\closure\final report.docx

**Creditors**

No creditor claims were detailed on the Declarations of Solvency.

Following my appointment I placed advertisements in the London Gazette and Independent newspaper inviting creditors to submit claims to my office by 19 December 2016. No claims have been received.

**HM Revenue & Customs ('HMRC')**

As a matter of course I am required to obtain confirmation that there are no outstanding tax matters and no objections to the closure of the liquidations from HMRC. Clearances are obtained from the Corporation Tax office, and from the Enforcement & Insolvency Service ('EIS') in respect of VAT and PAYE (as applicable). EIS also issues HMRC's proof of debt for all taxes.

The Companies were part the Ophir Energy plc VAT group, and I made application to HMRC to remove the Companies from the group. I have received confirmation that the Companies have been removed from the VAT group with effect from the date of liquidation and clearances in respect of VAT.

Philippines and Vietnam were dormant for corporation tax purposes, and Ophir had received confirmation from HMRC in advance of the liquidations that there were no objections to these two Companies being liquidated.

Prior to liquidation the Companies' tax agents had filed corporation tax returns for Bengara and Simenggaris for the period to 31 October 2016. A return for the same period for Glagah was submitted to HMRC in January 2017. These three Companies were all dormant for the short period 1 to 15 November 2016, and accordingly I sought clearances from the Corporation Tax office on that basis.

I am pleased to confirm that I have now received corporation tax and VAT clearances for all five Companies, and nil proof of debts forms from EIS.

**Distributions**

Distributions in specie of the intercompany debtor balances owed to the Companies were made on 21 April 2017.

In accordance with Rule 18.12(2) of the Insolvency (England and Wales) Rules 2016 ('the Rules'), the values of the debtor balances are based on the Declarations of Solvency and are listed in Schedule 2.

There will be no further distributions to members.

**Liquidator's Remuneration**

The Insolvency Rules provide that a Liquidator is obliged to have his remuneration approved on one of the following basis:

- (1) as a percentage of the assets realised and distributed; and/or
- (2) by reference to the time the Liquidator and the staff have spent attending to matters in the liquidation; and/or
- (3) as a set amount; and/or

(4) as a combination of the above.

The members approved the Liquidator's remuneration on a time costs basis, and my time costs to date total £12,552.70 represented by 26.35 hours of work carried out by myself and my staff at an average hourly rate of £476.38. Please note that further costs will be incurred until the liquidations are closed.

The main areas dealt with include:

- liaising with the Companies and Ophir in relation to matters prior to the Liquidator's appointment;
- statutory reporting requirements to members;
- statutory reporting requirements to the Registrar of Companies;
- dealing with statutory advertising requirements;
- removal of the Companies from the VAT group;
- correspondence with HMRC in order to obtain the necessary clearances to close the liquidation;
- corresponding with Ophir and providing updates of the progress of the liquidation; and
- preparing this final report.

As the Companies do not have any cash assets, the costs of the liquidations including disbursements will be met by an appropriate Ophir group company.

### **Disbursements**

Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements.

The sum of £2,021.92 has been incurred in relation to category 1 disbursements in respect of statutory advertising costs and the indemnity bonds.

### **Members' Rights**

Members with the concurrence of at least 5% in value of the members may within 21 days of this report request in writing further information regarding the remuneration and expenses set out in this report. In accordance with Rule 18.9(3) of the Rules within 14 days of a request I will provide further information or explain why further information is not being provided.

A member (who need not be the member who asked for the information) may, with the concurrence of at least 5% or more in value of the members (including the member in question), apply to the Court within 21 days of my response or the expiry for the period of my response and the Court may make such order as it thinks fit (Rule 18.9(6) & (7) of the Rules).

Members with the concurrence of at least 10% of the members may apply to the Court if they consider that the remuneration of the Liquidator, or the basis fixed for the remuneration of the Liquidator or expenses charged by the Liquidator are excessive (Rule 18.34 of the Rules). Such an application must be made within eight (8) weeks of receiving this draft report. The text of Rules 18.9 and 18.34 are set out at the end of this report.

### Release of the Liquidator

The Liquidator will be released from office under Section 173 of the Insolvency Act 1986 at the same time as vacating office, per Section 171(6) of the Act, unless any member objects. A member who wishes to object to the release must deliver a notice in writing to the Liquidator within eight weeks of this report or, if members raise other matters under Rules 18.9 or 18.34 as mentioned above, when those matters are finally determined by the Court.

The Insolvency Service has established a central gateway for considering complaints in respect of Insolvency Practitioners. In the event that you make a complaint to me but are not satisfied with the response from me then you should visit <https://www.gov.uk/complain-about-insolvency-practitioner> where you will find further information on how you may pursue the complaint.

The Liquidator is bound by the Insolvency Code of Ethics when carrying out all professional work relating to this appointment. A copy of the code is at <http://www.icaew.com/en/members/regulations-standards-and-guidance/ethics/code-of-ethics-d>

Creditors may access information setting out creditors' rights in respect of the approval of Liquidators' remuneration at <https://www.r3.org.uk/what-we-do/publications/professional/fees>

Please contact me or my colleague Sharon Bloomfield at [sharon.bloomfield@bdo.co.uk](mailto:sharon.bloomfield@bdo.co.uk) if you require further information.

Yours faithfully  
for and on behalf of  
The Companies



Malcolm Cohen  
Liquidator

Authorised by the Institute of Chartered Accountants in England & Wales in the United Kingdom  
Enc



**Statement from the Insolvency (England and Wales) Rules 2016 regarding the rights of creditors in respect of the Liquidators' fees and expenses:**

**Creditors' and members' requests for further information in administration, winding up and bankruptcy**

**18.9.**—(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report under rule 18.14—

- (a) a secured creditor;
  - (b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question);
  - (c) members of the company in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company;
  - (d) any unsecured creditor with the permission of the court; or
  - (e) any member of the company in a members' voluntary winding up with the permission of the court.
- (2) A request, or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report by the person, or by the last of them in the case of an application by more than one member or creditor.
- (3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by—
- (a) providing all of the information requested;
  - (b) providing some of the information requested; or
  - (c) declining to provide the information requested.
- (4) The office-holder may respond by providing only some of the information requested or decline to provide the information if—
- (a) the time or cost of preparation of the information would be excessive; or
  - (b) disclosure of the information would be prejudicial to the conduct of the proceedings;
  - (c) disclosure of the information might reasonably be expected to lead to violence against any person; or
  - (d) the office-holder is subject to an obligation of confidentiality in relation to the information.
- (5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.
- (6) A creditor, and a member of the company in a members' voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—
- (a) the office-holder giving reasons for not providing all of the information requested; or
  - (b) the expiry of the 14 days within which an office-holder must respond to a request.
- (7) The court may make such order as it thinks just on an application under paragraph (6).

**Remuneration and expenses: application to court by a creditor or member on grounds that remuneration or expenses are excessive**

**18.34.**—(1) This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—

- (a) the remuneration charged by the office-holder is in all the circumstances excessive;
  - (b) the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or
  - (c) the expenses incurred by the office-holder are in all the circumstances excessive.
- (2) The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable—
- (a) a secured creditor,
  - (b) an unsecured creditor with either—
    - (i) the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or
    - (ii) the permission of the court, or
  - (c) in a members' voluntary winding up—
    - (i) members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or
    - (ii) a member of the company with the permission of the court.

(3) The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").

**Applications under rules 18.34 and 18.35 where the court has given permission for the application**

**18.36.**—(1) This rule applies to applications made with permission under rules 18.34 and 18.35.

- (2) Where the court has given permission, it must fix a venue for the application to be heard.
- (3) The applicant must, at least 14 days before the hearing, deliver to the office-holder a notice stating the venue and accompanied by a copy of the application and of any evidence on which the applicant intends to rely.
- (4) If the court considers the application to be well-founded, it must make one or more of the following orders—
- (a) an order reducing the amount of remuneration which the office-holder is entitled to charge;
  - (b) an order reducing any fixed rate or amount;
  - (c) an order changing the basis of remuneration;
  - (d) an order that some or all of the remuneration or expenses in question is not to be treated as expenses of the administration, winding up or bankruptcy;
  - (e) an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by —
    - (i) the administrator or liquidator or the administrator's or liquidator's personal representative to the company, or
    - (ii) the trustee or the trustee's personal representative to such person as the court may specify as property comprised in the bankrupt's estate;
  - (f) any other order that it thinks just.
- (5) An order under paragraph (4)(b) or (c) may only be made in respect of periods after the period covered by the relevant report.
- (6) Unless the court orders otherwise the costs of the application must be paid by the applicant, and are not payable as an expense of the administration, winding up or bankruptcy.

**Applications under rule 18.34 where the court's permission is not required for the application**

**18.37.**—(1) On receipt of an application under rule 18.34 for which the court's permission is not required, the court may, if it is satisfied that no sufficient cause is shown for the application, dismiss it without giving notice to any party other than the applicant.

- (2) Unless the application is dismissed, the court must fix a venue for it to be heard.
- (3) The applicant must, at least 14 days before any hearing, deliver to the office-holder a notice stating the venue with a copy of the application and of any evidence on which the applicant intends to rely.
- (4) If the court considers the application to be well-founded, it must make one or more of the following orders—
- (a) an order reducing the amount of remuneration which the office-holder is entitled to charge;
  - (b) an order reducing any fixed rate or amount;
  - (c) an order changing the basis of remuneration;
  - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the administration or winding up or bankruptcy;
  - (e) an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by —
    - (i) the administrator or liquidator or the administrator's or liquidator's personal representative to the company, or
    - (ii) the trustee or the trustee's personal representative to such person as the court may specify as property comprised in the bankrupt's estate;
  - (f) any other order that it thinks just.
- (5) An order under paragraph (4)(b) or (c) may only be made in respect of periods after the period covered by the relevant report.
- (6) Unless the court orders otherwise the costs of the application must be paid by the applicant, and are not payable as an expense of the administration or as winding up or bankruptcy.

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 Fax: +44 (0)20 7935 3944  
 DX 9025 West End W1  
 www.bdo.co.uk

Business  
 Restructuring  
 55 Baker Street  
 London W1U 7EU

#### Schedule 1

Company Name	Company Number	Date of Incorporation	Former Names
Salamander Energy (Bengara) Limited	06391640	6/10/2007	None
Salamander Energy (Glagah Kambuna Holdings ) Limited	06976494	30/7/2009	None
Salamander Energy (Philippines) Limited	06071067	26/1/2007	None
Salamander Energy (Vietnam) Limited	06091831	8/2/2007	None
Ophir Indonesia (Simenggaris) Limited	06290507	22/6/2007	Salamander Energy (Simenggaris) Limited - 7/7/2015

#### Schedule 2

Company Name	Intercompany Debtor (\$)	Intercompany Debtor (£)	Return per Share (\$)	Return per Share (£)
Salamander Energy (Bengara) Limited	3,400,000	2,720,000	566,666.66	453,333.33
Salamander Energy (Glagah Kambuna Holdings ) Limited	15,000,000	12,000,000	15,000,000.00	12,000,000.00
Salamander Energy (Philippines) Limited	307,000	245,600	153,500.00	122,800.00
Salamander Energy (Vietnam) Limited	Nil	Nil	Nil	Nil
Ophir Indonesia (Simenggaris) Limited	14,600,000	11,680,000	2,920,000.00	2,336,000.00

Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at [www.bdo.co.uk/insolvency](http://www.bdo.co.uk/insolvency)

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