

# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

SATURDAY



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A14

24/04/2021

#297

COMPANIES HOUSE

### 1 Company details

Company number 0 7 4 7 9 2 1 5

Company name in full Etihad Midco Limited

→ Filling in this form  
Please complete in typescript or in  
bold black capitals.

### 2 Liquidator's name

Full forename(s) Daniel J M

Surname Smith

### 3 Liquidator's address

Building name/number 2

Street Hardman Street

Post town Manchester

County/Region

Postcode M 3 3 H F

Country United Kingdom

### 4 Liquidator's name ①

Full forename(s) Stephen Roland

Surname Browne

① Other liquidator  
Use this section to tell us about  
another liquidator.

### 5 Liquidator's address ②

Building name/number 1

Street New Street Square

Post town London

County/Region


Postcode E C 4 A 3 H Q

Country United Kingdom

② Other liquidator  
Use this section to tell us about  
another liquidator.

# LIQ13

## Notice of final account prior to dissolution in MVL

<b>6</b>	<b>Final account</b>	
	<input checked="" type="checkbox"/> I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.	
<b>7</b>	<b>Sign and date</b>	
Liquidator's signature	Signature <div style="display: flex; align-items: center;"> <span style="font-size: 2em; margin-right: 10px;">X</span>  <span style="margin-left: 10px;">X</span> </div>	
Signature date	<div style="display: flex; gap: 5px;"> <div style="border: 1px solid black; padding: 2px;">d</div><div style="border: 1px solid black; padding: 2px;">2</div> <div style="border: 1px solid black; padding: 2px;">d</div><div style="border: 1px solid black; padding: 2px;">1</div> <div style="border: 1px solid black; padding: 2px;">m</div><div style="border: 1px solid black; padding: 2px;">0</div> <div style="border: 1px solid black; padding: 2px;">m</div><div style="border: 1px solid black; padding: 2px;">4</div> <div style="border: 1px solid black; padding: 2px;">y</div><div style="border: 1px solid black; padding: 2px;">2</div> <div style="border: 1px solid black; padding: 2px;">y</div><div style="border: 1px solid black; padding: 2px;">0</div> <div style="border: 1px solid black; padding: 2px;">y</div><div style="border: 1px solid black; padding: 2px;">2</div> <div style="border: 1px solid black; padding: 2px;">y</div><div style="border: 1px solid black; padding: 2px;">1</div> </div>	

# 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 Khadija Patel

Company name Deloitte LLP

Address 2

Hardman Street

Post town Manchester

County/Region

Postcode M 3 3 H F

Country United Kingdom

DX

Telephone +44 (0) 161 455 6931



### 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)

**ETIHAD MIDCO LIMITED (Company Number: 07479215)  
TITAN TELECOM LIMITED (Company Number: 07479204)  
118777 LIMITED (Company Number: 06434523)  
CLEAR BUSINESS LIMITED (Company Number: 06445180)  
TBO HOLDINGS LIMITED (Company Number: 08062989)  
BUSINESS COMMS SOLUTION LIMITED (Company Number: 07376869)  
TDO HOLDINGS LIMITED (Company Number: 09867540)  
(ALL IN MEMBERS' VOLUNTARY LIQUIDATION)  
("the Companies")**

**2 Hardman Street  
Manchester  
M3 3HF**

**FINAL ACCOUNTS PURSUANT TO RULE 5.9 OF THE INSOLVENCY (ENGLAND & WALES) RULES 2016 ("the Rules") AND SECTION 94 OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the Act")**

21 April 2021

Daniel James Mark Smith and Stephen Roland Browne ("the Liquidators") were appointed Joint Liquidators of the Companies further to resolutions of the members of each company dated 9 August 2019. All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

For the purpose of section 231 of the Act, the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

This report has been prepared for the sole purpose of updating the members for information purposes. The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the members for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.

**D. J. M. Smith and S. R. Browne  
Deloitte LLP  
The Hanover Building  
Corporation Street  
Manchester  
M4 4AH**

**Tel: +44 (0) 161 455 6931  
Fax: +44 (0) 20 7007 3442**

## 1. SUMMARY OF EVENTS

Key Messages	Commentary																																
<b>Conduct of the liquidations</b>	<ul style="list-style-type: none"><li>The matters completed during the liquidations include mandatory liquidation tasks such as statutory advertising, filings at Companies House, notifications of the liquidations and obtaining clearances/searches from HM Land Registry and the Pension Tracing Service. In addition, six monthly case reviews have also been carried out.</li><li>Additionally, an annual progress report that covered all entities has been prepared with the necessary filings at Companies House. Work has also been undertaken to declare distributions to the respective members.</li><li>The Liquidators also liaised with the Companies, their tax advisors and HM Revenue &amp; Customs with regards to the submission of outstanding tax returns and the finalisation of all tax matters.</li><li>Clearance was officially received from HM Revenue &amp; Customs for TDO Holdings Limited and Titan Telecom Limited in respect of VAT and PAYE/NIC on 20 August 2020 and 15 September 2020 respectively.</li><li>The Liquidators issued notice to HMRC on behalf of Etihad Midco Limited, 118777 Limited, Clear Business Limited, Clear Business Limited and Business Comms Solutions Limited to invite them to submit a claim in respect of VAT and PAYE/NIC. The notice expired on 26 January 2021 and no responses were received. The notice was issued as clearance to conclude the liquidations had not been provided following several requests. We understand the relevant department responsible for issuing clearances has been redeployed to deal with Covid-19 related matters.</li><li>In addition, all entities issued a similar notice in respect of Corporation Tax clearance to HM Revenue &amp; Customs which expired on 26 January 2021. No responses were received. All key dates can be found below.</li><li>All compliance has been brought up to date in respect of Corporation Tax and any pre-liquidation liabilities have been paid in full by Verastar Limited.</li></ul> <table><tr><th>Entity</th><th>Corporation Tax</th><th>VAT</th><th>PAYE/NIC</th></tr><tr><td>Etihad Midco Limited</td><td>26 Jan 2021</td><td>26 Jan 2021</td><td>26 Jan 2021</td></tr><tr><td>Titan Telecom Limited</td><td>26 Jan 2021</td><td>15 Sept 2020</td><td>15 Sept 2020</td></tr><tr><td>118777 Limited</td><td>26 Jan 2021</td><td>26 Jan 2021</td><td>26 Jan 2021</td></tr><tr><td>Clear Business Limited</td><td>26 Jan 2021</td><td>26 Jan 2021</td><td>26 Jan 2021</td></tr><tr><td>TBO Holdings Limited</td><td>26 Jan 2021</td><td>26 Jan 2021</td><td>26 Jan 2021</td></tr><tr><td>Business Comms Solutions Limited</td><td>26 Jan 2021</td><td>26 Jan 2021</td><td>26 Jan 2021</td></tr><tr><td>TDO Holdings Limited</td><td>26 Jan 2021</td><td>20 Aug 2020</td><td>20 Aug 2020</td></tr></table> <ul style="list-style-type: none"><li>There have been no receipts or payments in any of the Companies. All costs, including our remuneration, were met by a fellow group company, Etihad Topco Limited.</li></ul>	Entity	Corporation Tax	VAT	PAYE/NIC	Etihad Midco Limited	26 Jan 2021	26 Jan 2021	26 Jan 2021	Titan Telecom Limited	26 Jan 2021	15 Sept 2020	15 Sept 2020	118777 Limited	26 Jan 2021	26 Jan 2021	26 Jan 2021	Clear Business Limited	26 Jan 2021	26 Jan 2021	26 Jan 2021	TBO Holdings Limited	26 Jan 2021	26 Jan 2021	26 Jan 2021	Business Comms Solutions Limited	26 Jan 2021	26 Jan 2021	26 Jan 2021	TDO Holdings Limited	26 Jan 2021	20 Aug 2020	20 Aug 2020
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TDO Holdings Limited	26 Jan 2021	20 Aug 2020	20 Aug 2020																														

	<ul style="list-style-type: none"> <li>No creditors' claims were notified to the Liquidators in respect of any of the Companies.</li> </ul>
<b>Costs of the liquidations</b>	<ul style="list-style-type: none"> <li>Our remuneration was fixed in each of the Companies by the members on a time-cost basis plus VAT and disbursements.</li> <li>We have been paid £42,489 in total, excluding disbursements and VAT.</li> </ul>
<b>Distributions to the members</b>	<ul style="list-style-type: none"> <li>Etihad Midco Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £1 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> <li>Titan Telecom Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £1 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> <li>118777 Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £1 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> <li>Clear Business Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £1 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> <li>Business Comms Solution Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £100 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> <li>TBO Holdings Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £100 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> <li>TDO Holdings Limited: A first and final in specie set off distribution was made to the member on 1 March 2021. A total of £200 was distributed, which equates to a rate of £1 per ordinary £1 share.</li> </ul>

## 2. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNTS

### 2.1 Receipts and Payments

There have been no transactions during the liquidation, as evidenced below:

#### **Etihad Midco Limited:**

£	Declaration of Solvency values	9 Aug 2019 to 21 Apr 2021
<b>Receipts</b>		
Group Company Debtor	1,433,940	-
<b>Total receipts</b>	<b>1,433,940</b>	<b>Nil</b>
<b>Payments</b>		
		-
<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
<b>Balance</b>	<b>Nil</b>	<b>Nil</b>

1. A first and final in specie distribution was made to the member, Etihad Topco Limited, on 1 March 2021. A total of £1 was distributed in respect of the balance due to the Company from Etihad Topco Limited, which equates to a rate of £1 per Ordinary share of £1.
2. It should be noted that at the date of liquidation the only remaining asset was an intercompany debt of £1 and not the balance of £1,433,940 shown on the Declaration of Solvency. In the intervening period between the date up to which the Declaration of Solvency was made and the date of liquidation a pre-liquidation capital reduction was declared.

#### **Titan Telecom Limited:**

£	Declaration of Solvency values	9 Aug 2019 to 21 Apr 2021
<b>Receipts</b>		
Group Company Debtor	1	-
<b>Total receipts</b>	<b>1</b>	<b>Nil</b>
<b>Payments</b>		
		-
<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
<b>Balance</b>	<b>Nil</b>	<b>Nil</b>

1. A first and final in specie distribution was made to the member, Etihad Midco Limited (In Liquidation), on 1 March 2021. A total of £1 was distributed in respect of the balance due to the Company from Etihad Midco Limited (In Liquidation), which equates to a rate of £1 per Ordinary share of £1.

**118777 Limited:**

£	Declaration of Solvency values	9 Aug 2019 to 21 Apr 2021
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**Receipts**

Group Company Debtor	1	-
<b>Total receipts</b>	<b>1</b>	<b>Nil</b>

**Payments**

<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
<b>Balance</b>	<b>Nil</b>	<b>Nil</b>

1. A first and final in specie distribution was made to the member, Verastar Limited, on 1 March 2021. A total of £1 was distributed in respect of the balance due to the Company from Verastar Limited, which equates to a rate of £1 per Ordinary share of £1.

**Clear Business Limited:**

£	Declaration of Solvency values	9 Aug 2019 to 21 Apr 2021
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**Receipts**

Group Company Debtor	1	-
<b>Total receipts</b>	<b>1</b>	<b>Nil</b>

**Payments**

<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
<b>Balance</b>	<b>Nil</b>	<b>Nil</b>

1. A first and final in specie distribution was made to the member, Verastar Limited, on 1 March 2021. A total of £1 was distributed in respect of the balance due to the Company from Verastar Limited, which equates to a rate of £1 per Ordinary share of £1.

**TBO Holdings Limited:**

£	<i>Declaration of Solvency values</i>	<b>9 Aug 2019 to 21 Apr 2021</b>
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**Receipts**

Group Company Debtor	100	-
<b>Total receipts</b>	<b>100</b>	<b>Nil</b>

**Payments**

<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
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<b>Balance</b>	<b>Nil</b>	<b>Nil</b>
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1. A first and final in specie distribution was made to the member, Verastar Limited, on 1 March 2021. A total of £100 was distributed in respect of the balance due to the Company from Verastar Limited, which equates to a rate of £1 per Ordinary share of £1.

**TDO Holdings Limited:**

£	<i>Declaration of Solvency values</i>	<b>9 Aug 2019 to 21 Apr 2021</b>
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**Receipts**

Group Company Debtor	200	-
<b>Total receipts</b>	<b>200</b>	<b>Nil</b>

**Payments**

<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
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<b>Balance</b>	<b>Nil</b>	<b>Nil</b>
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1. A first and final in specie distribution was made to the member, Verastar Limited, on 1 March 2021. A total of £200 was distributed in respect of the balance due to the Company from Verastar Limited, which equates to a rate of £1 per Ordinary share of £1.

**Business Comms Solution Limited:**

£	Declaration of Solvency values	9 Aug 2019 to 21 Apr 2021
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**Receipts**

Group Company Debtor	100	-
<b>Total receipts</b>	<b>100</b>	<b>Nil</b>

**Payments**

<b>Total payments</b>	<b>Nil</b>	<b>Nil</b>
<b>Balance</b>	<b>Nil</b>	<b>Nil</b>

1. A first and final in specie distribution was made to the member, Verastar Limited, on 1 March 2021. A total of £100 was distributed in respect of the balance due to the Company from Verastar Limited, which equates to a rate of £1 per Ordinary share of £1.

**2.2 Liquidators' Remuneration**

As there are no funds in any of the estates, our fees are being met by fellow group undertaking, Etihad Topco Limited, with whom we have agreed to limit the amount of our fee to £42,489 plus VAT and disbursements. We have been paid £42,489 in total, excluding disbursements and VAT.

**2.4 Liquidators' Costs and Disbursements**

Details of all disbursements incurred during the period of the liquidation are given below, from which it can be seen that we have recovered our disbursements in full. Any outstanding balances will be written off as irrecoverable. Costs and disbursements have also been met by fellow group undertaking.

£ (net)	Incurred / Approved in report period	Total cost for the period of the appointment	Unpaid
Statutory advertising	787.32	787.32	-
Liquidators' statutory insurance bond	20.00	20.00	-
<b>Total disbursements</b>	<b>807.32</b>	<b>807.32</b>	-