

# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

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30/07/2020

#204

COMPANIES HOUSE

### 1 Company details

Company number 1 1 3 8 7 2 9 1

Company name in full Healthier Populations Topco Limited

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

### 2 Liquidator's name

Full forename(s) Adrian Peter

Surname Berry

### 3 Liquidator's address

Building name/number Deloitte LLP

Street 1 City Square

Post town Leeds

County/Region

Postcode L S 1 2 A L

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 Deloitte LLP

Street 1 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.

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**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.

**7 Sign and date**

Liquidator's signature

Signature

X



X

Signature date

d

2

d

8

m

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m

7

y

2

y

0

y

2

y

0

# 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 Andy Cottingham

Company name Deloitte LLP

Address 1 City Square

Post town Leeds

County/Region

Postcode L S 1 2 A L

Country United Kingdom

DX

Telephone +44 (0) 113 292 1417



### 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)

**HEALTHIER POPULATIONS TOPCO LIMITED (Company Number: 11387291)  
HEALTHIER POPULATIONS HOLDCO LIMITED (Company Number: 11389139)  
(IN MEMBERS' VOLUNTARY LIQUIDATION)  
("the Companies")**

**Deloitte LLP  
1 City Square  
Leeds  
LS1 2AL**

**FINAL ACCOUNT 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")**

28 July 2020

Adrian Peter Berry and Stephen Roland Browne ("the Liquidators") were appointed Joint Liquidators of the Companies further to the resolutions of the members dated 28 February 2020. 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.

**A. P. Berry and S. R. Browne  
Deloitte LLP  
1 City Square  
Leeds  
LS1 2AL**

**Tel: +44 (0) 113 292 1417  
Fax: +44 (0) 113 244 5580**

## 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 and notifications of the liquidations to the Companies' members.</li><li>• The Liquidators also liaised with the Companies, their tax advisors and HM Revenue &amp; Customs with regard to the submission of outstanding tax returns and the finalisation of all tax matters.</li><li>• Due to restrictions on resource during the Covid-19 pandemic, HM Revenue &amp; Customs have advised that they will not be in a position to review requests for clearance in respect of PAYE/NIC and VAT. Clearance has therefore not been obtained in respect of the Companies in this instance.</li><li>• Neither of the Companies have ever been registered for PAYE/NIC or VAT and the Companies' parent entity, HG Pooled Management Limited, has confirmed that in the very unlikely event that a liability did exist, it would be met in full together with any interest due.</li><li>• The Joint Liquidators therefore consider they are able to bring the liquidations to a close.</li><li>• Corporation tax clearance was obtained for the Companies on 23 April 2020.</li><li>• There have been no receipts or payments. All costs, including our remuneration, were met by Healthier Populations Holdco Limited prior to the liquidations commencing.</li><li>• No creditors' claims were notified to the Liquidators.</li></ul>
<b>Costs of the liquidations</b>	<ul style="list-style-type: none"><li>• Our remuneration in the liquidations was fixed by the members on a time-cost basis.</li><li>• Our fees were agreed with Healthier Populations Holdco Limited prior to the liquidations commencing. We were paid the sum of £24,000 plus VAT and disbursements. This has been paid in full and on account of the time costs and disbursements being incurred in carrying out the liquidations.</li></ul>
<b>Distributions to members</b>	<ul style="list-style-type: none"><li>• A first and final distribution was made to the member of Healthier Populations Topco Limited during the liquidation. A total of £1 was distributed, which equates to a rate of £1 per ordinary £0.01 share.</li></ul>

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	<ul style="list-style-type: none"><li>• A first and final distribution was made to the member of Healthier Populations Holdco Limited during the liquidation. A total of £1 was distributed, which equates to a rate of £1 per ordinary £0.01 share.</li></ul>
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## 2. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT AND COSTS

All costs have been met by Healthier Populations Topco Limited.

### 2.1 Receipts and Payments

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

#### Healthier Populations Topco Limited

£	Declaration of Solvency values	28 February 2020 to 28 July 2020
<b>Receipts</b>		
Intercompany Debt	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>1</b>	<b>Nil</b>

1. A first and final distribution was made to the member, HGC Capital Mercury 2 Nominees Limited, on 20 July 2020. A total of £1 was distributed comprising of assets due to the Company, which equates to a rate of £1 per ordinary share of £0.01.

#### Healthier Populations Holdco Limited

£	Declaration of Solvency values	28 February 2020 to 28 July 2020
<b>Receipts</b>		
Intercompany Debt	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>1</b>	<b>Nil</b>

1. A first and final distribution was made to the member, Healthier Populations Topco Limited, on 20 July 2020. A total of £1 was distributed in respect of the intercompany receivable balance due to the Company from Healthier Populations Topco Limited, which equates to a rate of £1 per ordinary share of £0.01.

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## 2.2 Liquidators' Remuneration

Our fees were agreed with Healthier Populations Holdco Limited prior to the liquidations commencing. We were paid the sum of £24,000 plus VAT and disbursements. This has been paid in full and on account of the time costs and disbursements being incurred in carrying out the liquidations.

## 2.3 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. Costs and disbursements have also been met by Healthier Populations Topco Limited.

### Category 1 Disbursements

These are payments made by us direct to third parties and for which no approval is required.

£ (net)	Incurred in report period	Total cost for the period of the appointment	Unpaid
Statutory advertising	567	567	0
Land Registry searches	22	22	0
Liquidators' statutory insurance bond	20	20	0
<b>Total disbursements</b>	<b>609</b>	<b>609</b>	<b>0</b>

### Category 2 Disbursements

Specific approval is required before these costs and expenses can be drawn from the liquidation estate.

There were no Category 2 disbursements for the period.



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### **3. INFORMATION FOR THE MEMBERS**

#### **3.1 Members' right to request further information**

Members of the Company with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Company, or, any member with permission of the Court, may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

#### **3.2 Members' right to challenge Remuneration and/or Expenses**

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, any member with permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within eight weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34 of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

"A Creditors' Guide to Liquidators' Remuneration" is available for download  
<http://www.deloitte-insolvencies.co.uk/documents/uk-insolvencies-e-and-w-creditors-guide-to-liquidators-fees-oct-2015.ashx.pdf>

Should you require a paper copy, please send your request in writing to us at the address on the front of this report and this will be provided to you at no cost.

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