

Article 80

The Insolvency (Northern Ireland) Order 1989
 Return of Final Meeting in a
 Members' Voluntary Winding Up
 Pursuant to Article 80 of the
 Insolvency (Northern Ireland) Order 1989

A.80

To the Registrar of Companies

For official use

| | | |
|--|--|--|
| | | |
|--|--|--|

Company Number

NI019518

Case 1

Name of Company

(a) Insert full name
of company

(a) J. N. Craig Limited

(b) Insert full name(s)
and address(es)I/We (b) John David Thomas Milsom and Mark Jeremy
Orton

KPMG LLP
 15 Canada Square
 London
 E14 5GL

(c) Delete as applicable

(d) Insert date

(e) 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 (c) summoned for
 (d) 23 February 2018 pursuant to Article 80 of the Insolvency (Northern Ireland) Order 1989,
 for the purpose of having an account (of which a copy is attached) (e) 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 (c) no quorum was present at the meeting;

Dated 9 March 2018



Signed

Presenter's name,
 address and reference
 (if any)

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FRIDAY



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09/03/2018

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COMPANIES HOUSE

Article 80

Liquidator's statement of account: members' voluntary winding-up

Statement showing how winding up has been conducted and the property of the company has been disposed of

Name of Company: J. N. Craig Limited

From 15 August 2017 to 23 February 2018

| | Statement of assets and liabilities | Receipts | | Statement of assets and liabilities | Payments |
|------------------------------------|--|----------|----------------------------------|--|----------|
| Receipts - | | | | | £ |
| Cash at Bank | | | Costs of Solicitor to Liquidator | | |
| Cash in Hand | | | Other Law Costs | | |
| Marketable Securities | | | Liquidator's remuneration | | |
| Debtors | 150,225 | 150,225 | Where (% of £ realised) | | |
| Stock in Trade | | | applicable (% on £ | | |
| Work in Progress | | | distributed) | | |
| Freehold Property | | | By whom fixed – Members | | |
| Leasehold Property | | | | 0 | |
| Plant and Machinery | | | Auctioneer's and Valuer's | | |
| Rates Refund | | | Charges | | |
| Furniture, Fittings, Utensils, etc | | | Costs of possession and | | |
| Sale of Debenture Stock | | | maintenance of estate | | |
| Investments other than | | | Costs of notices in Gazette | | |
| marketable securities | | | and Newspaper | | |
| Surplus from securities | | | Incidental outlay | | |
| Unpaid calls at | | | Total Costs and Charges | | |
| commencement | | | | | |
| of winding up | | | (i) Debenture holders: | | |
| Amount received from calls on | | | Payment of £ per | | |
| contributories made in the | | | £ debenture | | |
| winding up | | | Payment of £ per | | |
| Receipts per trading account | | | £ debenture | | |
| | | | Payment of £ per | 0 | 0 |
| Interest Received | | | £ debenture | | |
| | | | | | |
| Other property viz: | | | (ii) Creditors: | £ | |
| Funds from subsidiary | | | *Preferential | | |
| | | | *Unsecured | | |
| | | | Dividends of 100p in £1 | | |
| £ | | | | 0 | |
| Less: | | | | | |
| Payments to redeem securities | | | (The estimate expected | | |
| Costs of Execution | | | to rank for dividend was £) | | |
| Payments per Trading Account | | | | | |
| | | | (iii) Returns to Contributors | | |
| | | | - £1.0015 per £1 | 150,225 | 150,225 |
| | | | ordinary share | | |
| Net realisations | | | - per £ __ | | |
| £ | | | - † share | | |
| | | | - per £ __ | 0 | 0 |
| | | | - † share | | |
| | | | BALANCE | 0 | 0 |

(1) Assets, including _____ shown in the statement of assets and liabilities and estimated to be of the value of £ _____ have proved to be unrealisable.

(2) State amount paid into the Insolvency Account in respect of:

- | | | |
|-----|--|--------|
| (a) | unclaimed dividends payable to creditors in the winding up | £ 0.00 |
| (b) | other unclaimed dividends in the winding up | £ 0.00 |
| (c) | moneys held by the company in trust in respect of dividends or other sums due before the commencement of the winding up to any person as a member of the company | £0.00 |

(3) Add here any special remarks the Liquidator thinks desirable:

The costs of liquidation were met by another group company

Dated: 9 March 2018



Signed (by the Liquidator):

Name and address of Liquidator (IN BLOCK LETTERS): JOHN MILSOM, 15 CANADA SQUARE, LONDON, E14 5GL

Notes

- * State number. Preferential creditors need not be separately shown if all creditors have been paid in full
- † State nominal value and class of share.



KPMG LLP
Restructuring
15 Canada Square
London E14 5GL
United Kingdom

Tel +44 (0) 20 7311 1000
Fax +44 (0) 207 694 3011

Towergate Risk Solutions Limited
Towergate House
Eclipse Park
Sittingbourne Road
Maidstone
Kent
ME14 3EN

Our ref JDTM/MT/MF

Contact Maria French
020 76941757

19 January 2018

Dear Sir/Madam

J. N. Craig Limited – in Members' Voluntary Liquidation (the 'Company')
Registered Number – NI019518
Joint Liquidators – John Milsom and Mark Orton

I refer to my appointment as Liquidator of the above company on 15 August 2017 and advise that I am now in a position to conclude the Liquidation and convene the final meeting of members of the Company in accordance with Article 80 of the Insolvency (Northern Ireland) Order 1989. Please find below details showing the manner in which the Liquidation has been conducted.

Receipts and payments

Declaration of
solvency

| £ | ASSET REALISATIONS | £ | £ |
|----------------|-----------------------|------------|------------|
| 150,225 | Inter-company debt | <u>NIL</u> | |
| | DISTRIBUTIONS | | |
| | Ordinary shareholders | <u>NIL</u> | |
| <u>150,225</u> | | | <u>NIL</u> |
| | | | <u>NIL</u> |

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed a debt due from Towergate Insurance Limited ("TIL"). The debt has been distributed in specie by assignment to Towergate Risk Solutions Limited, the sole shareholder of the Company (see "Distributions" below).

The Company had no known creditors. A notice to creditors to prove their claims in the liquidation was advertised in the London Gazette newspaper on 25 August 2017. No creditors were forthcoming as a result of this advertisement.

Tax

The Company's tax advisors advised that the Company had dormant corporation tax status. Following their appointment, the Joint Liquidators sought and received confirmation from HM Revenue and Customs ("HMRC") that the Company had no outstanding corporation tax returns or liabilities, that it would not raise enquiries into any pre or post liquidation periods and that it had no objection to the Liquidators proceeding to finalise the liquidation.

A similar assurance was sought and received from HMRC in respect of PAYE and VAT matters.

Distributions

On 19 January 2018 the Joint Liquidators declared a first and final distribution of the assets of the Company to Towergate Risk Solutions Limited, as the sole beneficial shareholder of the Company.

The distribution was a distribution in specie of the debt of £150,225 due to the Company by Towergate Insurance Limited.

Joint Liquidators' remuneration and expenses

A written resolution was passed on 15 August 2017 that the remuneration of the Joint Liquidators be fixed at their normal charging rates according to the time properly spent by them and members of their staff in attending to matters arising in the winding up of the Company.

In the event, the Liquidators' remuneration has been paid by a third party and accordingly no detailed analysis is included in this report.

Final Meeting

I included a notice of the final meeting of members in my letter dated 19 January 2018, which has been convened for 23 February 2018 at 10.30 am. The meeting is convened pursuant to Article 80 of the Insolvency (Northern Ireland) Order 1989 and its purpose is to receive an account showing the manner in which the winding up has been

conducted and the property of the company disposed of, and of hearing any explanation which may be given by the Liquidator.

The account to be laid before the meeting is the same as in this letter and attachments. There is no necessity to attend the meeting in person unless you so wish; nor is it necessary for you to complete the proxy form. If you do propose to attend the meeting on 23 February 2018, please contact Maria French on 020 7694 1757 in order that the appropriate arrangements can be made.

The Liquidator will file a return with Companies Registry within 7 days of the final meeting. The company will be dissolved three months thereafter.

Should you have any queries, please do not hesitate to contact Maria French at the above number.

Yours faithfully

For J. N. Craig Limited – in Members' Voluntary Liquidation



John Milsom
Joint Liquidator

John David Thomas Milsom is authorised to act as an insolvency practitioner by the Institute of Chartered Accountants in England & Wales.
Mark Jeremy Orton is authorised to act as an insolvency practitioner by the Insolvency Practitioners Association.
We are bound by the Insolvency Code of Ethics.