

**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

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Company Number

NI044192

Case 1

Name of Company

(a) Insert full name  
of company

(a) Donaldson &amp; Kenny 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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Public

FRIDAY



\*L71CVXHN\*

LD4

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: Donaldson & Kenny Limited

From 15 August 2017 to 23 February 2018

	Statement of assets and liabilities	Receipts		Statement of assets and liabilities	Payments
<b>Receipts -</b>					<b>£</b>
Cash at Bank			Costs of Solicitor to Liquidator		
Cash in Hand			Other Law Costs		
Marketable Securities			Liquidator's remuneration		
Debtors	150,000	150,000	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	
<b>Less:</b>					
Payments to redeem securities			(The estimate expected		
Costs of Execution			to rank for dividend was £ )		
Payments per Trading Account					
			(iii) Returns to Contributors.		
			- £1 per £1	150,000	150,000
			ordinary share		
Net realisations			- per £ __		
£			- 1/4 share	0	0
			- per £ __		
			- 1/4 share	0	0
			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.~~

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(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.



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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

**Donaldson & Kenny Limited – in Members' Voluntary Liquidation (the 'Company')**

**Registered Number – NI044192**

**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	£	£
150,000	Inter-company debt	<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	
<u>150,000</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 and the Belfast Gazette newspapers 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 £150,000 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 10.00 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 of my office at the above number.

Yours faithfully

For Donaldson & Kenny 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.