

Section 94

**Return of Final Meeting in a
Members' Voluntary Winding Up****Pursuant to Section 94 of the
Insolvency Act 1986**

To the Registrar of Companies

S.94

Company Number

01790959

Name of Company

Dione Limited

—/ We

Stephen Roland Browne, PO Box 810, 66 Shoe Lane, London, EC4A 3WA

Christopher Richard Frederick Day, PO Box 810, 66 Shoe Lane, London, EC4A 3WA

Note: 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 held on/~~summoned for~~ 30 October 2015 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) 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 that the same was done accordingly / ~~no quorum was present at the meeting.~~

The meeting was held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ

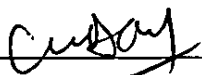
The winding up covers the period from 31 October 2013 (opening of winding up) to the final meeting (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

The following resolutions were passed

THAT the Joint Liquidator's statement of account for the period of the liquidation be approved

Signed



Date 30 October 2015

Deloitte LLP
PO Box 810
66 Shoe Lane
London
EC4A 3WA

Ref DION00L/MJS/GJR/SF

SATURDAY



A4J61G95

A17

31/10/2015

#106

COMPANIES HOUSE

Company Number 01790959

THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

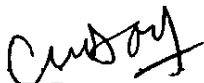
**DIONE LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

Passed on 30 October 2015

At the final general meeting of the Company duly convened and held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 30 October 2015 at 11 30am, the following resolution was duly passed

Ordinary Resolution

"THAT the Joint Liquidators' statement of account for the period of the liquidation be approved "



C R F Day
CHAIRMAN

Date 30 October 2015

SATURDAY

A17

A4J61G9D
31/10/2015
COMPANIES HOUSE

#107

**DIONE LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

**REPORT TO BE LAID BEFORE THE FINAL GENERAL MEETING OF THE COMPANY
CONVENED FOR 30 OCTOBER 2015 PURSUANT TO SECTION 94 OF THE
INSOLVENCY ACT 1986 (AS AMENDED)**


30 October 2015

This report has been prepared to be laid before the member at the final meeting to provide the member with an account of the Liquidators' administration of the winding-up of the Company for the whole period of the liquidation since the date of their appointment on 31 October 2013

The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the member for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever

Stephen Roland Browne and Christopher Richard Frederick Day of Deloitte LLP were appointed Joint Liquidators of Dione Limited on 31 October 2013

All licensed Insolvency Practitioners of Deloitte LLP are licensed in the UK to act as Insolvency Practitioners



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- 1. Liquidators' Receipts and Payments account for the entire period of the liquidation from 31 October 2013 to 30 October 2015.**
- 2. Formal notice of Final Meeting**

ABBREVIATIONS

For the purpose of this report the following abbreviations shall be used

"the Act"	Insolvency Act 1986 (as amended)
"the Company"	Dione Limited (In Members' Voluntary Liquidation)
"Deloitte"	Deloitte LLP
"HMRC"	HM Revenue & Customs
"the Liquidators"	Stephen Roland Browne and Christopher Richard Frederick Day of Deloitte LLP
"the Rules"	Insolvency Rules 1986 (as amended)

1. INTRODUCTION

1.1 Introduction

This report has been prepared in accordance with section 94 of the Act to provide a final account of the liquidation of the Company since the Liquidators' appointment on 31 October 2013

This report is the final report to the sole member

1.2 Details of the appointment of the Liquidators

Stephen Roland Browne and Christopher Richard Frederick Day of Deloitte were appointed Joint Liquidators further to the written resolution of the member dated 31 October 2013

For the purposes 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

1.3 Final Meeting of Members

Pursuant to section 94 of the Act, a final meeting of the Company's member will be held within the offices of Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 30 October 2015

The purpose of the meeting is to advise the member on the conduct of the liquidation, as disclosed in this report. The following resolution will be considered at the meeting

Ordinary Resolution

- 1 "THAT the Joint Liquidators' statement of account for the period of the liquidation be approved"

Formal notice of this meeting is attached at Appendix 2

1.4 Vacation of Office

Pursuant to section 171(6)(a) of the Act, the Liquidators will vacate office once the final meeting has been held and a notice confirming the holding of the final meeting and any decisions made has been filed at Companies House

The Company will be dissolved three months after the return of the final meeting has been filed with Companies House

2. LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT

2.1 Introduction

Please refer to Appendix 1 where we have summarised the Receipts and Payments for the entire period of our appointment

2.2 Receipts

There were no receipts during the period of the liquidation

2.3 Payments

There were no payments during the period of the liquidation

3. DISTRIBUTIONS TO MEMBERS

3.1 Distributions made

No distributions have been made in the period of the liquidation

3.2 Final distributions

The Company does not have any assets remaining and therefore no distributions will be made prior to the closure of the liquidation

4. OTHER MATTERS AND INFORMATION TO ASSIST MEMBERS

4.1 Matters completed

The matters completed during the course of the liquidation have included mandatory tasks such as statutory advertising, filings and notifications of the liquidation, obtaining formal clearances/searches from HM Land Registry and The Pension Tracing Service. The Liquidators have also liaised with HMRC in order to settle outstanding tax related issues.

4.2 Taxation issues

Following their appointment on 31 October 2013, the Joint Liquidators subsequently provided HMRC with notice of the liquidation and requested clearance to conclude the liquidation. A claim was subsequently received from HMRC on 8 May 2014. Following consultation within the Company's former management, the Joint Liquidators requested additional information from HMRC on 9 June 2014 in order to substantiate the claim. HMRC subsequently withdrew the claim and issued clearance to conclude the liquidation on 28 January 2015.

Formal VAT and PAYE clearances were received on 28 November 2013 and 10 September 2014 respectively.

4.3 Pension issues

The results received from The Pension Tracing Service identified a pension scheme linked to the Company. The Company's former management investigated this matter and have satisfied the Joint Liquidators that all of the Company's obligations have been settled in relation to the pension scheme identified.

5. LIQUIDATORS' REMUNERATION AND EXPENSES

5.1 Liquidators' Remuneration and Expenses

There were no funds in the estate. The Liquidators' fees and expenses were met by Verifone UK Limited and calculated by reference to the time properly given by the Liquidators and their staff in attending to matters arising in the liquidation, calculated at the prevailing standard hourly charge-out rates used by Deloitte at the time when the work was performed, plus VAT. The total amount paid was £25,476. A final bill will be raised, to be settled by Verifone UK Limited, after the closure of the liquidation, taking into account the final costs to closure.

5.2 Expenses

Please refer to the table below for details of expenses incurred by the Liquidators; the outstanding expenses will form part of the final liquidation bill.

Nature of expenses	Total (£)	Outstanding (£)
Statutory Advertising	406 08	101 52
Land Registry Search Fees	44 00	0 00
Liquidator's Statutory Bond	20 00	0 00
Total	470 08	101 52

5.3 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 the Liquidators 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.

5.4 Members' right to challenge Remuneration and/or Expenses

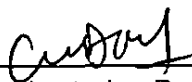
Members of the Company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Company, or, any member with permission of the Court, may apply to the Court for one or more orders, reducing the amount or the basis of remuneration which the Liquidators are entitled to charge or otherwise challenging some or all of the expenses incurred.

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

Dione Limited
(In Members' Voluntary Liquidation)

JOINT LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT

	Declaration of Solvency £	From 31/10/2013 To 30/10/2015 £
RECEIPTS	-	-
	<hr/>	<hr/>
TOTAL	-	-
PAYMENTS	-	-
	<hr/>	<hr/>
TOTAL	-	-
	<hr/>	<hr/>
BALANCE - 30 October 2015	-	-
	<hr/>	<hr/>



Christopher Richard Frederick Day
Joint Liquidator

**DIONE LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)**

FORMAL NOTICE OF FINAL MEETING

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**DIONE LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

Company Number: 01790959
Registered Office: Hill House, 1 Little New Street, London, EC4A 3TR
Principal Trading Address: Symphony House, 7 Cowley Business Park, High Street, Uxbridge, UB8 2AD
Previous Name(s): Dione plc
Dione Limited
Dione Developments Limited
Boffaim Limited
Date of Liquidation: 31 October 2013

NOTICE IS HEREBY GIVEN, pursuant to Section 94 of the Insolvency Act 1986 (as amended), that a final general meeting of the Company will be held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 30 October 2015 at 10 30am, for the purpose of receiving 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 that may be given by the Joint Liquidators

The meeting will also consider and, if thought fit, pass the following resolution

Ordinary Resolution

1 "THAT the Joint Liquidators' statement of account for the period of the liquidation be approved"

Any member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member of the Company. Proxy forms to be used at the meeting must be lodged with the Joint Liquidators at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ no later than 12 noon on the preceding business day

Please contact George Richardson on +44 (0) 20 7007 1127 or at georgrichardson@deloitte.co.uk for further information

Stephen Roland Browne
Joint Liquidator
Office Holder Number 009281

Christopher Richard Frederick Day
Joint Liquidator
Office Holder Number 008072

Dated 14 September 2015