

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

SATURDAY



A06 *A6F31R41* 16/09/2017 #137
COMPANIES HOUSE

1 Company details

Company number 0 8 6 7 4 8 2 2

Company name in full Ascot Topco Limited

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

2 Liquidator's name

Full forename(s) Mark Jeremy

Surname Orton

3 Liquidator's address

Building name/number One Snowhill

Street Snowhill Queensway

Post town Birmingham

County/Region West Midlands

Postcode B 4 6 G H

Country UK

4 Liquidator's name ①

Full forename(s) John David Thomas

Surname Milsom

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

5 Liquidator's address ②

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

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

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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

^d1

^d2

^m0

^m9

^y2

^y0

^y1

^y7

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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 | Sam Henderson | | | | |
| Company name | KPMG | | | | |
| | | | | | |
| Address | One Snowhill | | | | |
| Snow Hill Queensway | | | | | |
| | | | | | |
| Post town | Birmingham | | | | |
| County/Region | West Midlands | | | | |
| Postcode | B | 4 | | 6 | G H |
| Country | UK | | | | |
| DX | ✓ | | | | |
| Telephone | 0121 609 5874 | | | | |



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 or email 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

Ascot Topco Limited - in Members' Voluntary Liquidation (the 'Company')

Liquidators' final account of the liquidation for the period from 09 January 2017 to 11 September 2017

| | |
|--------------------------------|--|
| Name | Ascot Topco Limited |
| Trading name / Former names | De Facto 2051 Limited (until 27/09/2013) |
| Company number | 08674822 |
| Previous registered office | Trent House, Mere Way, Ruddington Fields, Nottingham, NG11 6JS |
| Present registered office | KPMG LLP, One Snowhill, Snow Hill Queensway, Birmingham, B4 6GH |
| Joint Liquidators | Mark Orton and John Milsom |
| Joint Liquidators' address | KPMG LLP, One Snowhill, Snow Hill Queensway, Birmingham, B4 6GH |
| Date of appointment | 09 January 2017 |
| Appointed by | Members |

Receipts and payments

| | | | |
|-------------------------|----------------------------|------------|------------|
| Declaration of solvency | | | |
| £ | ASSET REALISATIONS | £ | £ |
| 1,643,000 | Intercompany debtor | | |
| 9,480,000 | Investment in subsidiaries | <u>NIL</u> | |
| | | | |
| | DISTRIBUTIONS | | |
| | Ordinary shareholders | <u>NIL</u> | |
| | | | <u>NIL</u> |
| <u>11,123,000</u> | | | <u>NIL</u> |

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed a debt due from Quotient Clinical Limited and an investment in subsidiaries. The debt and investments have been distributed in specie by assignment to Watch Bidco 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 13 January 2017. No creditors were forthcoming as a result of this advertisement.

Searches at the Index of Proprietors at HM Land Registry in the name of the Company proved negative.

Tax

All pre-liquidation corporation tax matters were handled by KPMG Tax who prepared and submitted all outstanding returns up to the date of the commencement of the liquidation to HM Revenue & Customs ("HMRC"). At the request of the Joint Liquidators HMRC subsequently confirmed 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 taking steps to bring the liquidation to a conclusion.

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

Distributions

On 24 August 2017 the Joint Liquidators declared a first and final distribution of the assets of the Company to Ascot Topco Limited, as the sole beneficial shareholder of the Company.

The distribution was an in specie distribution of £11,123,000 due to the Company by Quotient Clinical Limited. This was following the distribution of intercompany debt received from the Company's subsidiary, Ascot Midco 1 Limited, as a liquidation distribution in the sum of £9,480,000, and the intercompany balance due from Quotient Clinical Limited in the sum of £1,643,000.

Joint Liquidators' remuneration and expenses

A written resolution was passed on 09 January 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 Watch Topco Limited and accordingly no detailed analysis is included in this report.



Signed

John Milsom
Joint Liquidator

Mark Orton and John David Thomas Milsom are authorised to act as Insolvency Practitioners by the Insolvency Practitioners Association and the Institute of Chartered Accountants in England & Wales respectively
We are bound by the Insolvency Code of Ethics