

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

09337424

Name of Company

Ineos US Company Limited

We

Mark Jeremy Orton, One Snowhill, Snow Hill Queensway, Birmingham, B4 6GH

John David Thomas Milsom, 15 Canada Square, Canary Wharf, London, E15 5GL

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 summoned for 05 July 2016 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 no quorum was present at the meeting

The meeting was held at KPMG, One Snowhill, Snow Hill Queensway, Birmingham, B4 6GH

The winding up covers the period from 18 December 2015 (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

No quorum was present at the meeting and hence the liquidators were automatically released under Section 173(2)(d) of the Insolvency Act 1986



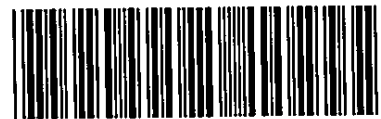
Signed _____

Date 8 July 2016

KPMG LLP
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

Ref IFB3053000/SJH/GA

TUESDAY



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A29 12/07/2016 #143
COMPANIES HOUSE

**Ineos US Company Limited
(In Liquidation)
Liquidators' Abstract of Receipts & Payments
From 18 December 2015 To 5 July 2016**

S of A £		£	£
11,243,043 00	ASSET REALISATIONS Intercompany debtors	NIL	NIL
(11,243,041 00)	COST OF REALISATIONS Inter-company creditor	NIL	NIL
(2 00)	DISTRIBUTIONS Ordinary shareholders	NIL	NIL
			<u>NIL</u>
	REPRESENTED BY		<u>NIL</u>

Note Distribution to shareholder by set off of £1 per Ordinary share totalling £2



Mark Jeremy Orton
Liquidator

Ineos US Company Limited - in members' voluntary liquidation (the 'Company')

Liquidators' final progress report for the period from 18 December 2015 to 5 July 2016 prepared for the final meeting of members to be held on 5 July 2016

Name	Ineos US Company Limited
Trading name / Former names	None
Company number	09337424
Previous registered office	Hawkslease, Chapel Lane, Lyndhurst, Hampshire, SO43 7FG
Present registered office	KPMG LLP, One Snowhill, Snow Hill Queensway, Birmingham, B4 6GH
Joint liquidators	Mark Jeremy Orton & John David Thomas Milsom
Joint liquidators' address	KPMG LLP, One Snowhill, Snow Hill Queensway, Birmingham, B4 6GH
Date of appointment	18 December 2015
Appointed by	Members



Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
11,243,043	Inter-company debtor	<u>NIL</u>	
(11,243,041)	Inter-company creditor		
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	
			<u>NIL</u>
<u>2</u>			<u>NIL</u>

The declaration of solvency for Ineos US Company Limited, sworn by the directors prior to the commencement of the liquidation, showed the Company had intercompany debtors totalling £11,243,043

The Company had intercompany creditors of £11,234,041 and no known other creditors. A notice to creditors to prove their claims in the liquidation was advertised in The London Gazette and The Times newspapers on 29 December 2015. No creditors were forthcoming as a result of this advertisement.

Searches of the Index of Proprietors Names at HM Land Registry in the name and former names of the Company proved negative.

Tax

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 calling a final meeting of members to conclude the liquidation.

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

Distributions

On 26 May 2016 a distribution was declared of £1 per Ordinary share, giving a total of £2 on the beneficial holding of 2 Ordinary shares held by Ineos US I Inc. The distribution was effected by way of set-off against the intercompany debt due from Ineos US I Inc totalling £11,243,043 and the assumption of the intercompany creditor due to Ineos US Intermediate Holding Company LLC of £11,243,041, totalling £2.

Joint liquidators' remuneration and expenses

A written resolution was passed on 18 December 2015 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 is to be paid by Ineos Holdings Limited and accordingly no detailed analysis is included in this report