

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

02738769

Name of Company

St James Beach Hotels Limited

~~I/We~~ Sean K Croston  
No 1 Dorset Street  
Southampton  
SO15 2DP

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 23 December 2013 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 No 1 Dorset Street, Southampton, Hampshire, SO15 2DP

The winding up covers the period from 28 December 2012 (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 liquidator's report was presented to the final meeting, at which no quorum was present  
No objections had been received to the liquidator obtaining his release as liquidator of the company  
There being no further business the meeting was closed

Signed SKC Date 23 December 2013

Grant Thornton UK LLP  
No 1 Dorset Street  
Southampton  
SO15 2DP

Ref S01448/SKC/CMC/DCA/EZF



**St. James Beach Hotels Limited - In Member's Voluntary Liquidation  
(the Company)**

I refer to my appointment as liquidator of the above-named company by its sole shareholder on 28 December 2012.

I am now in a position to close the liquidation, to cease to act as liquidator and to report on the conduct of the liquidation to 23 December 2013, the date of the final meeting. I also attach

- Appendix 1, the information prescribed under the Insolvency Act 1986 relating to the Company,
- Appendix 2, an account of my receipts and payments in the liquidation,
- Appendix 3, an extract from the Insolvency Rules 1986 relating to the members' rights to request additional information from the liquidator,
- Appendix 4, an extract from the Insolvency Rules 1986 relating to members' rights to challenge the liquidator's fees if excessive

**Realisation and distribution of assets**

The sole director's statutory declaration of solvency made on 20 December 2012 disclosed that the company's sole asset was £1 being the Company's investment in a subsidiary registered in Barbados, Elegant Hotel (Barbados) Limited. However, this Barbadian company has been dissolved and as such the investment is no longer in existence and no distribution has been made in this liquidation.

**PAYE Matters**

During the course of the liquidation I have been in correspondence with HM Revenue and Customs (HMRC) in respect of the Company's PAYE scheme, which, at the date of liquidation, was still a current and active scheme on HMRC's system, despite the director having requested the scheme be closed several years ago.

Once all P35 returns had been received under the scheme it was closed by HMRC, which resulted in a refund totalling £1,709.87 being due. This refund has been received and in accordance with the parent company's direction, has been paid on account of my liquidator's fees.

HMRC has provided me with confirmation that the Company has no outstanding corporation tax and PAYE/NIC liabilities or matters, along with clearances to close the liquidation.

I attach at Appendix 2 an abstract of my receipts and payments for the period to 23 December 2013.

**Liquidator's fees and disbursements**

On 28 December 2012 the Company resolved that I draw my remuneration by reference to my time costs. The balance of my fees and disbursements for the liquidation of the Company are being met by the parent company, Elegant Hotels Limited.

During the liquidation, disbursements have been incurred in relation to statutory advertising and bonding costs. I will correspond separately with Elegant Hotels Limited in respect of my fees and disbursements for dealing with this liquidation.

I attach at Appendix 4 a copy of Rule 4 148C of the Insolvency Rules 1986 relating to a liquidator's remuneration, edited for members' voluntary liquidations

DATED THIS 23<sup>RD</sup> DAY DECEMBER 2013



Sean Croston  
Liquidator

**Appendix 1 - Prescribed information**

<b>Company name</b>	St James Beach Hotels Limited
<b>Registered number</b>	02738769
<b>Registered office</b>	No 1 Dorset Street Southampton Hampshire SO15 2DP
<b>Name of liquidator</b>	Sean Croston
<b>Address of liquidator</b>	Grant Thornton UK LLP No 1 Dorset Street Southampton Hampshire SO15 2DP
<b>Liquidator's office-holder number</b>	8930
<b>Date of appointment of liquidator</b>	28 December 2012
<b>Details of any changes of liquidator</b>	None
<b>Telephone and email contact details for the liquidator</b>	Cara Cox on 023 8038 1137 Email cara.cox@uk.gt.com

**Appendix 2 - Abstract of the liquidator's receipts and payments**

<b>Declaration of Solvency</b>		<b>Receipts and payments for the period from 28/12/2012 to 23/12/2013</b>	
	<b>£</b>		<b>£</b>
<b>Assets</b>		<b>Receipts</b>	
Investments other than marketable securities	1 00	Investments other than marketable securities	-
		PAYE Refund	1,709 87
	<u>1 00</u>		
<b>Liabilities</b>		<b>Payments</b>	
		Liquidator's fees	1,709 87
<b>Estimated surplus</b>	<u>1 00</u>	Balance in hand	<u>Nil</u>

**Appendix 3 - Rule 4.49E: Members' request for further information (edited for application to a members' voluntary liquidation)**

- 1 Members of the company with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company, or with the permission of the court upon an application, may make a request in writing to the liquidator for further information about remuneration or expenses set out in this report
- 2 The periods in which the request or application should be made are
  - (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the notice and account of his administration of the winding-up where it relates to the resignation of the liquidator under Rule 4.142, and
  - (b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report or draft report in any other case
- 3 The liquidator must, within 14 days of receipt of the request, either
  - (a) provide all of the information asked for, or
  - (b) so far as the liquidator considers that
    - (i) the time or cost of preparation of the information would be excessive, or
    - (ii) disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
    - (iii) the liquidator is subject to an obligation of confidentiality in respect of the information, give reasons for not providing all of the information
- 4 Any member of the company, who need not be the same as the member(s) who asked for the information, may apply to the court within 21 days of the giving by the liquidator of reasons for not providing all of the information asked for, or the expiry of the 14 days from the date the information was requested, and the court may make such order as it thinks just

**Appendix 4 - Rule 4.148C: Members' claim that a liquidator's remuneration is excessive (edited for application to a members' voluntary liquidation)**

- 1 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 the permission of the court, may apply to the court for one or more of the orders in paragraph 6 on the grounds that
  - (a) the remuneration charged by the liquidator,
  - (b) the basis fixed for the liquidator's remuneration under Rule 4 148A, or
  - (c) expenses incurred by the liquidator,is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate
- 2 An application must be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4 142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ('the relevant report') The court may extend these periods as it see fit
- 3 The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application, but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party
- 4 If the application is not dismissed under paragraph 3, the court must fix a venue for it to be heard and give notice to the applicant accordingly
- 5 The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it
- 6 If the court considers the application to be well-founded, it must make one or more of the following orders
  - (a) an order reducing the amount of remuneration which the liquidator was entitled to charge,
  - (b) an order fixing the basis of remuneration at a reduced rate or amount,
  - (c) an order changing the basis of remuneration,
  - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation,
  - (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify,and may make any other order that it thinks just, but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.
- 7 Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation