

**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

02605705

Name of Company

Ebbgate Investments 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~~ 10 November 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 30 March 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

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

Signed

Date 10 November 2015

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

Ref BAR267L/CMW/UH/CPB

THURSDAY



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12/11/2015

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COMPANIES HOUSE

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

**REPORT TO BE LAID BEFORE THE FINAL GENERAL MEETING OF THE COMPANY
CONVENED FOR 10 NOVEMBER 2015 PURSUANT TO SECTION 94 OF THE
INSOLVENCY ACT 1986 (AS AMENDED)**

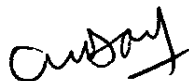
10 November 2015

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 30 March 2015

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 were appointed Joint Liquidators of Ebbgate Investments Limited on 30 March 2015

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



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APPENDICES

- 1. Liquidators' Receipts and Payments account for the entire period of the liquidation from 30 March 2015 to 10 November 2015**

ABBREVIATIONS

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

"the Act"	Insolvency Act 1986 (as amended)
"the Company"	Ebbgate Investments Limited (In Members' Voluntary Liquidation)
"Deloitte"	Deloitte LLP
"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 30 March 2015

This report is the final report to the 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 30 March 2015

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 10 November 2015

The purpose of the meeting is purely a formality 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"

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 Receipts and Payments for the entire period of our appointment

The main asset realisations have been summarised in this section

2.2 Receipts

There were no receipts during this period

At the outset of the liquidation, on the basis of the information stated on the Declaration of Solvency, there was a balance at bank of £1 and there were no liabilities. No further material assets or liabilities have come to light during the course of the liquidation.

2.3 Payments

No payments were made during this period

3. DISTRIBUTIONS TO MEMBERS

3.1 Distributions made

A first and final distribution of the surplus assets of £1 was made to the beneficial shareholder of the Company, Barclays Bank PLC, on 23 October 2015. This was a cash distribution of the balance at bank in respect of their shareholding of 1 Ordinary £1 Share (i.e. at the rate of £1 per Ordinary £1 Share)

4. OTHER MATTERS AND INFORMATION TO ASSIST MEMBERS

4.1 Matters completed

Matters completed during the course of the liquidation included mandatory liquidation tasks such as statutory advertising, filings and notifications of the liquidation, plus obtaining formal clearances/searches from HM Land Registry and The Pension Tracing Service. The Liquidators also liaised with HM Revenue & Customs in order to settle tax issues, including corporation tax and PAYE & NIC clearances.

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 a fellow group company, Barclays Bank PLC, and calculated as a set fee of £4,500, plus VAT. The total amount paid was £5,400.

5.2 Expenses

Please refer to the table below for details of expenses incurred by the Liquidators.

Nature of expenses	Total (£)
Statutory advertising costs	406 08
HM Land Registry search fee	33 00
Liquidators' statutory insurance bond	20 00
Total	459 08

These expenses have been recovered in full by the Liquidators.

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.

**EBBGATE INVESTMENTS LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)**

**JOINT LIQUIDATORS' FINAL RECEIPTS AND PAYMENTS ACCOUNT AS AT 10 NOVEMBER
2015**

	Declaration of Solvency Estimated to Realise £	Whole period of Liquidation from 30 March 2015 to 10 November 2015 £
Receipts		
Balance at bank	1	1
	<u>1</u>	<u>1</u>
Payments		
	<u>Nil</u>	<u>Nil</u>
Distributions to Ordinary Shareholders		
First and final distribution		(1)
		<u>(1)</u>
Balance at Bank		<u>Nil</u>
<i>Source Deloitte Analysis</i>		

General Notes

The receipts and payments account must be read in conjunction with the attached notes and report

NOTES TO THE FINAL RECEIPTS AND PAYMENTS ACCOUNT

- 1 The £1 balance at bank was distributed to Barclays Bank PLC on 23 October 2015 (i.e. at the rate of £1 per Ordinary £1 Share)

CRFDA
C.R.F.D.A.

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

Attendance register for the final general meeting of the Company

Location. Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ

Date: 10 November 2015

Time. 11 00 a m

Proxy-Holder	Member Represented	No. of Shares Held
Chairman of the Meeting	Barclays Group Holdings Limited	1 Ordinary £1 Share


C R F Day
CHAIRMAN

Date 10 November 2015

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

Schedule of proxy forms received for the final general meeting of the Company due to be held on 10 November 2015

Total number of proxy forms received by 12 noon on the preceding business day

Proxy No.	Proxy-Holder	Member Represented	No. of Shares Held	Voting for Resolution as per attached notice
Valid 1	Chairman of the Meeting	Barclays Group Holdings Limited	1 Ordinary £1 Share	FOR
Invalid				


C R F Day
CHAIRMAN

Date 10 November 2015

Company Number: 02605705

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

Minutes of the final general meeting of the Company held at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ on 10 November 2015 at 11 00 a m

Present.

C R F Day – Joint Liquidator, in the Chair and representing the member, Barclays Group Holdings Limited

1. Notice

The attached notice of the meeting had been sent to the sole member of the Company with a report outlining the Joint Liquidators' acts and dealings and the conduct of the winding-up for the whole period of the liquidation. The notice was also advertised in The London Gazette on 9 October 2015

2. Quorum

The Chairman confirmed that the meeting was quorate as the sole member was represented by proxy

3. Joint Liquidators' Final Report

A copy of the Joint Liquidators' final report dated 10 November 2015 was provided to the meeting

4. Joint Liquidators' Account

IT WAS RESOLVED AS AN ORDINARY RESOLUTION

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

There being no further business, the meeting then terminated


C R F Day
CHAIRMAN

Date 10 November 2015

Company Number: 02605705

THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

OF

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

Passed on 10 November 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 10 November 2015 at 11 00 a m , 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 10 November 2015

Our Ref BAR271L/CRFD/CMW/UH - MVL_064

**RULE 8 1 INSOLVENCY RULES 1986
MEMBER'S PROXY (MEMBERS' VOLUNTARY WINDING UP)**

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

NOTES TO HELP COMPLETION OF FORM

Please give full name and
address for communication

Name of member. **BARCLAYS GROUP HOLDINGS
LIMITED**

Address: **1 CHURCHILL PLACE, LONDON,
E14 5HP, UNITED KINGDOM**

Please insert name of person
(who must be 18 or over) or
the "Chairman of the meeting"
(see note below)

Name of proxy-holder

If you wish to provide alternative
proxy-holders in the circumstances
that your first choice is unable to
attend please state the name(s) of
the alternative as well

1. CHAIRMAN OF THE MEETING

2.

3.

I appoint the above person to be my / the member's proxy-
holder at the final general meeting of the Company to be held
on 10 November 2015 or at any adjournment of that meeting

VOTING INSTRUCTIONS FOR RESOLUTIONS

Please delete either words "FOR" or "AGAINST" to indicate your voting intentions

Ordinary Resolution

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

FOR / AGAINST

Any resolutions which the proxy-holder is to propose or vote in favour of or against should be set out in numbered paragraphs in the space provided above. If more room is required please use the other side of this form.

THIS FORM MUST BE SIGNED

Signature

L Thomson

Name (in CAPITALS)

L THOMSON

Date

9 / 11 / 2015

Only to be completed if the member has not signed in person

Position with member or relationship to member or other authority for signature (e.g. director/secretary of the company)

DIRECTOR