

Section 94

Form 4.71

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

01688880

Name of Company

MLA West Midlands The Regional Council for Museums,
Libraries and Archives

I/We Sean Croston
No 1 Dorset Street
Southampton
Hampshire
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 August 2012 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 report covers the period from 16/03/2012 (commencement of winding up) to 23/08/2012 (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 the liquidator's report was presented to the meeting. No objections have been received to the liquidator receiving his release as liquidator of the company. There being no further business conducted the meeting was closed.

Signed

SC

Date

23 August 2012

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

Ref T00582/SKC/FEW/DCA/EZF

FRIDAY



A12

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24/08/2012

#271

COMPANIES HOUSE

Museums, Libraries and Archives Council East of England
Museums, Libraries and Archives East Midlands
Museums, Libraries and Archives North East
Museums, Libraries and Archives North West
Museums, Libraries and Archives South East
Museums, Libraries and Archives South West
Museums, Libraries and Archives Council Yorkshire
Museums, Libraries and Archives London
MLA West Midlands: The Regional Council for Museums, Libraries and Archives
- All in Member's Voluntary Liquidation

I refer to my appointment as liquidator of each of the above named companies by their sole member, The Museums, Libraries and Archives Council (MLAC) on 16 March 2012. All of the above companies are also registered charities in England and Wales. I am now in a position to close the liquidations, to cease to act as liquidator and to report on the conduct of the liquidations from 16 March to 23 August 2012, the date of the final meeting. I also attach

- Appendix 1, the information prescribed under the Insolvency Act 1986 relating to the Companies,
- Appendix 2, an extract from the Insolvency Rules 1986 relating to the members' rights to request additional information from the liquidator,
- Appendix 3, an account of my receipts and payments in the liquidations, and
- 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

Museums, Libraries and Archives Council East of England

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £579 94 due from MLAC

Museums, Libraries and Archives East Midlands

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £1,018 89 due from MLAC

Museums, Libraries and Archives North East

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £1,214 86 due from MLAC

Museums, Libraries and Archives North West

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £871 99 due from MLAC

Museums, Libraries and Archives South East

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £566 09 due from MLAC

Museums, Libraries and Archives South West

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £815 50 due from MLAC

Museums, Libraries and Archives Council Yorkshire

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £462 82 due from MLAC

Museums, Libraries and Archives London

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £756 79 due from MLAC

MLA West Midlands: The Regional Council for Museums, Libraries and Archives

The Trustees' statutory declaration of solvency made on 16 March 2012 disclosed that the Company's sole asset was an intercompany loan of £1,032 07 due from MLAC

On 25 June 2012 the assets for each company were distributed in specie to MLAC in accordance with each company's memorandum and articles of association which state that upon the winding up of the company, any surplus assets must be given or transferred to some other charitable institution which has similar objects to those of the company. The value placed upon the distribution was based upon the last filed audited accounts for the period ended 31 March 2011 and each company's declaration of solvency dated 16 March 2012.

Please note that subsequently on 6 July 2012, MLAC entered into Members' Voluntary Liquidation and I was appointed as liquidator.

I attach at Appendix 3 an abstract of my receipts and payments for the period 16 March 2012 to 23 August 2012 for each company.

HM Revenue and Customs has provided me with confirmation that there are no outstanding corporation tax liabilities for any of the companies and has also confirmed that they have no objection to the closure of the liquidations.

I can confirm that the Charities Commission has been notified of my appointment. A copy of this report will also be submitted to the Charities Commission and the online form CSD1077 will be completed in respect of each of the above companies to ensure that they are removed from the Register of Charities.

Liquidators' fees and disbursements

On 16 March 2012, each company resolved that my fees for acting as liquidator of each company, be fixed by reference to my time costs. My fees and disbursements for the liquidation are being met by the Department for Culture, Media and Sport (DCMS) in accordance with a pre-liquidation written contract.

I will write to the DCMS under separate cover, with details of my costs and my final invoice for acting as liquidator of each of the companies. Disbursements have been incurred in relation to statutory advertising and bonding and these will also be invoiced directly to DCMS.

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 23RD DAY OF AUGUST 2012



Sean Croston
Liquidator

Appendix 1 - Prescribed information

Companies' names	Companies' Registered Numbers
Museums, Libraries and Archives Council East of England	04148021
Museums, Libraries and Archives East Midlands	04401317
Museums, Libraries and Archives North East	04159174
Museums, Libraries and Archives North West	01554226
Museums, Libraries and Archives South East	04131121
Museums, Libraries and Archives South West	01626497
Museums, Libraries and Archives Council Yorkshire	01593054
Museums, Libraries and Archives London	04936620
MLA West Midlands The Regional Council for Museums, Libraries and Archives	01688880
Registered office	Grant Thornton UK LLP Enterprise House, 115 Edmund Street, Birmingham, B3 2HJ
Names of liquidator	Sean Croston
Address of liquidator	Grant Thornton UK LLP, Enterprise House, 115 Edmund Street, Birmingham, B3 2HJ
Liquidators' office-holder number	8930
Date of appointment of liquidator	16 March 2012
Details of any changes of liquidator	None
Telephone and email contact details for the liquidator	Fiona Waddy on 0121 232 5241 Email fiona.e.waddy@uk.gt.com

Appendix 2 - 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 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 3 - Abstract of the liquidators' receipts and payments

Museums, Libraries and Archives Council East of England

Declaration of Solvency Receipts and payments for the period from
16/03/2012 to 23/08/2012

	£		£
Assets		Receipts	
Loans and advances	579 94	Inter-company book debt, distributed in specie	579 94
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	579 94
Estimated surplus	<hr/> 579 94 <hr/>	Balance in hand	<hr/> Nil <hr/>

Museums, Libraries and Archives East Midlands

Declaration of Solvency Receipts and payments for the period from
16/03/2012 to 23/08/2012

	£		£
Assets		Receipts	
Loans and advances	1,018 89	Inter-company book debt, distributed in specie	1,018 89
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	1,018 89
Estimated surplus	<hr/> 1,018 89 <hr/>	Balance in hand	<hr/> Nil <hr/>

Museums, Libraries and Archives North East

Declaration of Solvency Receipts and payments for the period from
16/03/2012 to 23/08/2012

	£		£
Assets		Receipts	
Loans and advances	1,214 86	Inter-company book debt, distributed in specie	1,214 86
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	1,214 86
Estimated surplus	<hr/> 1,214 86 <hr/>	Balance in hand	<hr/> Nil <hr/>

Museums, Libraries and Archives North West**Declaration of Solvency****Receipts and payments for the period from
16/03/2012 to 23/08/2012**

	£		£
Assets		Receipts	
Loans and advances	871 99	Inter-company book debt, distributed in specie	871 99
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	871 99
Estimated surplus	<hr/> 871 99 <hr/>	Balance in hand	<hr/> Nil <hr/>

Museums, Libraries and Archives South East**Declaration of Solvency****Receipts and payments for the period from
16/03/2012 to 23/08/2012**

	£		£
Assets		Receipts	
Loans and advances	566 09	Inter-company book debt, distributed in specie	566 09
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	566 09
Estimated surplus	<hr/> 566 09 <hr/>	Balance in hand	<hr/> Nil <hr/>

Museums, Libraries and Archives South West**Declaration of Solvency****Receipts and payments for the period from
16/03/2012 to 23/08/2012**

	£		£
Assets		Receipts	
Loans and advances	815 50	Inter-company book debt, distributed in specie	815 50
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	815 50
Estimated surplus	<hr/> 815 50 <hr/>	Balance in hand	<hr/> Nil <hr/>

Museums, Libraries and Archives Council Yorkshire

Declaration of Solvency

**Receipts and payments for the period from
16/03/2012 to 23/08/2012**

	£		£
Assets		Receipts	
Loans and advances	462 82	Inter-company book debt, distributed in specie	462 82
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	462 82
Estimated surplus	462 82	Balance in hand	Nil
	<hr/>		<hr/>

Museums, Libraries and Archives London

Declaration of Solvency

**Receipts and payments for the period from
16/03/2012 to 23/08/2012**

	£		£
Assets		Receipts	
Loans and advances	756 79	Inter-company book debt, distributed in specie	756 79
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	756 79
Estimated surplus	756 79	Balance in hand	Nil
	<hr/>		<hr/>

MLA West Midlands- The Regional Council for Museums, Libraries and Archives

Declaration of Solvency

**Receipts and payments for the period from
16/03/2012 to 23/08/2012**

	£		£
Assets		Receipts	
Loans and advances	1,032 07	Inter-company book debt, distributed in specie	1,032 07
	<hr/>		<hr/>
Liabilities		Payments	
	Nil	Specie distribution to MLAC - a charity with similar objects to the company in accordance with the company's articles of association	1,032 07
Estimated surplus	1,032 07	Balance in hand	Nil
	<hr/>		<hr/>

Note

The distributions in specie referred to in each of the above receipts and payments account, were valued by reference to the last filed audited accounts for the period ended 31 March 2011 and the company's declaration of solvency dated 16 March 2012

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