

The Insolvency Act 1986
Return of Final Meeting in
a Members' Voluntary
Winding Up
Pursuant to Section 94
of the Insolvency Act 1986

S.94

For Official Use

To the Registrar of Companies

Company number

01515071

Name of company

(a) Insert full name of
company

(a) Guinness Brewing Worldwide Limited

(b) Insert full name(s) and
address(es)

We (b)

Geoffrey Lambert Carlton-Kelly
Baker Tilly Restructuring and Recovery LLP
5 Old Bailey
London
EC4M 7AF

Bruce Alexander Mackay
Baker Tilly Restructuring and Recovery LLP
5 Old Bailey
London
EC4M 7AF

(c) Delete as applicable

(d) Insert date

(e) 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 (c) summoned for
(d) 27 September 2010 pursuant to section 94 of the Insolvency Act 1986, for the purpose
of having an account of which a copy is attached (e) 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 (c) no quorum was present at the meeting.

Presenter's name, address
and reference (if any)

Signed



Date 27 September 2010

THURSDAY



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AU4JBNUJ
30/09/2010
COMPANIES HOUSE

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Liquidator's statement of account: members' voluntary winding up

Statement showing how winding up has been conducted and the property of the company has been disposed of

Name of Company Guinness Brewing Worldwide Limited

From 29 September 2009 (commencement of winding up) to 27 September 2010 (close of winding up)

	Statement of assets and liabilities	Receipts		Payments
Receipts-				£
Cash at bank			Costs of Solicitor to Liquidator	
Inter-company debt	2 00		Other Law Costs	
Marketable securities			Liquidator's remuneration	£
Sundry Debtors			Where (% on £ realised)	
Stock in Trade			applicable (% on £	
Work in Progress			distributed)	
Freehold Property			By whom fixed	
Plant and Machinery				
Furniture, Fittings, Utensils etc			Auctioneer's and Valuer's charges	
Patents, Trademarks etc			Costs of possession and	
Investments other than			maintenance of estate	
marketable securities			Costs of notices in Gazette and	
Surplus from securities			newspaper	
Unpaid calls at			Incidental outlay	
commencement of winding up			Total Costs and Charges	
Amount received from calls on			(i) Debenture holders	£
contributories made in the			Payment of £ per	
winding up			£ debenture	
Receipts per trading account			Payment of £ per	
Other property viz	£ 2 00		£ debenture	
			Payment of £ per	
			£ debenture	
Less			(ii) Creditors	£
			*Preferential	
			*Unsecured	
Inter-company creditor			Dividends of p in £ on £	
Payments to redeem securities			(The estimate of amount	
Costs of Execution			expected to rank for dividend was	
			£)	
Net realisations	£ 2 00		(iii) Returns to Contributories	£
			£1 00 per Ordinary share	
			per £	
			+share	
			£	
			+share	
			BALANCE	£
				NIL

- (1) Assets, including NIL shown in the statement of assets and liabilities and estimated to be of the value of £NIL have proved to be unrealisable

(2) State amount paid into the Insolvency Services Account in respect of

- | | |
|--|------|
| (a) unclaimed dividends payable to creditors in the winding up | £NIL |
| (b) other unclaimed dividends in the winding up | £NIL |
| (c) moneys held by the company in trust in respect of dividends or other sums due before the commencement of the winding up to any person as a member of the company | £NIL |

(3) Add here any special remarks the Liquidator thinks desirable -

A first and final in specie distribution of an inter-company debt totalling £2 00 was made to The Guinness Group Limited which represents a return to members of £1 00 per Ordinary share held

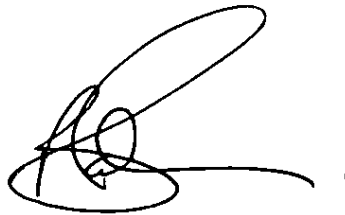
Fee Information

"THAT the remuneration of the Joint Liquidators be fixed on the basis of time spent by them and members of their staff in the discharge of their duties at Baker Tilly Restructuring & Recovery LLP's standard charging rates, together with any out of pocket expenses incurred, in accordance with provisions contained in their engagement letter dated 29 January 2008 "

The remuneration of the Joint Liquidators was paid by another group company

Dated 27 September 2010

Signed (by the Liquidator)



Name and address of Liquidator
(IN BLOCK LETTERS)

BRUCE ALEXANDER MACKAY
BAKER TILLY RESTRUCTURING AND RECOVERY LLP
5 OLD BAILEY
LONDON
EC4M 7AF

Notes

* State number Preferential creditors need not be separately shown if all creditors have been paid in full

+ State nominal value and class of share