

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

To the Registrar of Companies

For official use

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Company Number

03508104

Name of Company

(a) Insert full name of
company

Axsia Group Limited

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

We, Christopher Richard Frederick Day

Stephen Roland Browne

Deloitte LLP
Athene Place
66 Shoe Lane
London
EC4A 3BQDeloitte LLP
Athene Place
66 Shoe Lane
London
EC4A 3BQ


(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) [held on] ~~[summoned for]~~ (d) 1 May 2012 pursuant to Section 94 of the Insolvency Act 1986, for the purposes 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) [that the same was done accordingly] ~~[no quorum was present at the meeting]~~

The meeting was held at Athene Place, 66 Shoe Lane, London, EC4A 3BQ

The attached Resolutions were passed at the meeting

Signed



Date 1 May 2012

Presenter's name,
address and
reference
(if any)Deloitte LLP
Athene Place
66 Shoe Lane
London
EC4A 3BQ

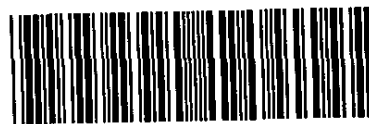
CAM004L/CRD/CJH/EMP

For Official Use

Liquidation Section

Post Room

THURSDAY



A06 *A185QRNV* #194
03/05/2012
COMPANIES HOUSE

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

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

Name of Company. Axsia Group Limited

From 25 August 2011 (commencement of winding up) to 1 May 2012 (close of winding up)

	Statement of assets and liabilities	Receipts		Payments
Receipts				
Cash at Bank			Costs of Solicitor to Liquidator	
Bank Interest Gross			Other Law Costs	
Marketable Securities			Liquidator's remuneration	
Intercompany Debtors			Where (% on £ realised)	£
Stock in Trade			applicable (% on £	
Work in Progress			distributed)	
Freehold Property			By whom fixed	
Leasehold Property			Auctioneers and Valuers charges	
Plant and Machinery			Professional Services	
Tax Refund			Costs of possession and maintenance of estate	
Furniture, Fittings, Utensils etc			Costs of notices in Gazette and Local Paper	
Patent, Trademarks etc			Incidental outlay	
Amount owed by group undertakings	6,088,000		Total Costs and Charges	£
Surplus from securities			(i) Debenture holder	£
Unpaid calls at commencement of winding-up			Payment of £ per	
Amount received from calls on contributories made in the winding-up			£ debenture	
Receipts per trading account			Payment of £ per	
			£ debenture	
			Payment of £ per	
			£ debenture	
Other property viz			(ii) Creditors	
	6,088,000		*Preferential	
	£		*Unsecured	
Less			Dividends of p in £ on £	
Payments to redeem securities			(The estimate of amount expected to rank for dividend was £)	
Costs of Execution			(iii) Returns to Contributories	
Payments per Trading Account			per £--	
	Nil		Share	
Net Realisations	6,088,000		per £--	
			Share	
			per £ --	
			BALANCE	
			£	NIL

**AXSIA GROUP LIMITED
(IN LIQUIDATION)
("the Company")**

**REPORT TO MEMBERS PURSUANT TO SECTION 94 OF THE INSOLVENCY ACT 1986 AND
RULE 4.126A(4) OF THE INSOLVENCY RULES 1986 (AS AMENDED)**

1 May 2012

This report has been prepared to be laid before the members at the final meeting to provide members 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 25 August 2011.

The report is private and confidential and may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by members 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 Axsia Group Limited on 25 August 2011.

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

**Christopher Richard Frederick Day and Stephen Roland Browne
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**AXSIA GROUP LIMITED
(IN LIQUIDATION)
("the Company")**

LIQUIDATORS' REPORT

At the outset of the liquidation, on the basis of the information stated on the Declaration of Solvency, there was an intercompany debtor amount owed to the Company of £6,088,000 and there were no liabilities

During the course of the liquidation, it came to light that the Company's investments in Axsia Limited and Richard Mozley Limited and the Company's intercompany creditor balances due to these entities had not been recorded on the Declaration of Solvency. On 30 April 2012 the Company received distributions by set off from these two subsidiaries which off-set the creditor balances due to them.

The matters completed during the course of the liquidation have 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. I have also liaised with HM Revenue & Customs in order to settle tax issues including corporation tax clearance

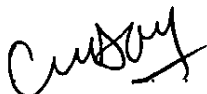
The intercompany debtor amount of £6,088,000 along with any subsidiary distributions was distributed in specie to the sole shareholder prior to the closure of the liquidation.

The liquidators' fees and expenses have been settled by the group parent company, Cameron Limited. The basis of the remuneration was fixed by reference to the time properly spent by the liquidators and their staff in attending to matters arising in the winding up. The basis was fixed by resolution of the shareholders.

No assets have proved to be unrealisable

Amounts paid into the Insolvency Service 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) monies 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



**Christopher Richard Frederick Day
Joint Liquidator**

Date: 01.05.2012

Company Number: 03508104

THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

**AXSIA GROUP LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Company")**

Passed on 1 May 2012

At the final general meeting of the Company duly convened for 10 April 2012 and subsequently adjourned to and held on 1 May 2012 at Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ at 11:30 a.m. the following resolutions were duly passed:

Ordinary Resolution

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

Special Resolution

- 2 "THAT the books, accounts and documents of the Company and of the Joint Liquidators be disposed of as the Joint Liquidators see fit, subject to any legal requirements governing the period of retention."


C R F Day
CHAIRMAN

Date 1 May 2012