

Section 94

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

To the Registrar of Companies

S.94

Company Number

05037237

Name of Company

Cummins Mercruiser Diesel U K 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~~ 09 September 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 Deloitte LLP, Athene Place, 66 Shoe Lane, London, EC4A 3BQ

The winding up covers the period from 13 November 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 following resolutions were passed

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

"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 "

Signed

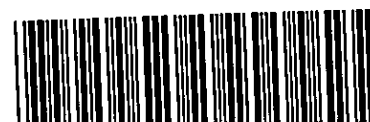


Date 09 September 2013

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

Ref CUMM00L/IHD/DXP/MJS

FRIDAY



A27 13/09/2013 #84
 COMPANIES HOUSE

**CUMMINS MERCUISER DIESEL U.K. 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)**

9 SEPTEMBER 2013

This report has been prepared in accordance with Rule 4.126A(4) of the Insolvency Rules to provide members, at the final meeting, with an account of the Liquidators' administration of the winding-up of the Company.

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 the Company on 13 November 2012.

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

**S R Browne and C R F Day
Deloitte LLP
Athene Place
66 Shoe Lane
London EC4A 3BQ**

020 7303 5813

**CUMMINS MERCUISER DIESEL U.K. LIMITED
(IN LIQUIDATION)
("the Company")**

LIQUIDATORS' REPORT

On the basis of the information stated on the Declaration of Solvency, there were assets totalling £64,810, comprised as follows balance at bank (USD account) of £13,481 (converted at a rate of £1 \$1 6242), balance at bank (GBP account) of £2,325, an amount owed by a group undertaking of £48,904 and VAT recoverable of £100. There were liabilities totalling £45,478, comprised as follows estimated costs of liquidation and other expenses of £18,350 and unsecured creditors of £27,128.

Prior to liquidation the amount owed by the group undertaking of £48,904, as stated on the Declaration of Solvency, was converted to a balance at bank such that no intercompany balance remained.

During the liquidation, the Liquidators realised the balance at bank in the combined amount of £62,153 40 and the VAT recoverable balance in the amount of £430. A further refund of VAT incurred in the liquidation of £3,611 31 was received. Bank interest was also received totalling £98 13.

The Company made payments during the liquidation including Liquidators' fees of £21,729 61, Liquidators' expenses of £41, tax agent fees of £2,450, corporation tax payments totalling £18,525 07, statutory advertising costs of £314 10 and bank charges of £80 21. During the liquidation, payments regarding recoverable VAT were also made in the amount of £5,228 13. The £1,616 92 difference between the VAT refunded and the recoverable VAT incurred, being an amount owed by HMRC, was assigned to Deloitte LLP in respect of the Liquidators' final fees.

On 29 August 2013, a first and final cash distribution was made to each of the shareholders, Brunswick Europe Holdings Limited and Cummins Limited. This distribution was in the amount of £17,924 62, at a rate of £8,962 31 per Ordinary £1 Share.

The matters completed during the course of the liquidation have included mandatory liquidation tasks such as statutory advertising, filings and notifications of the liquidation. I have also liaised with HM Revenue & Customs in order to obtain corporation tax clearance.

The liquidators' fees and expenses have been settled by the Company. 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

Cummins Mercruiser Diesel U.K. Limited
(In Liquidation)

JOINT LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT

	Declaration of Solvency	From 13/11/2012 to 09/09/2013
	£	£
RECEIPTS		
Pre-liquidation VAT Recoverable	100 00	430 00
VAT Refund		3,611 21
Cash at Bank	15,806 00	62,153 40
Amount owed by group undertaking	48,904 00	
Bank Interest Gross		98 13
	<u>64,810 00</u>	<u>66,292 74</u>
PAYMENTS		
Unsecured Creditors	27,128 00	
Liquidator's Fees	18,350 00	21,729 61
Liquidator's Expenses		41 00
E&Y Professional Fees - Tax		2,450 00
Corporation Tax		18,525 07
Statutory Advertising		314 10
Bank Charges		80 21
VAT Receivable		5,228 13
	<u>45,478 00</u>	<u>48,368 12</u>
Distribution to Ordinary Shareholders		17,924 62
BALANCE	19,332.00	0 00



Christopher Richard Fredenck Day
Joint Liquidator