

Section 94 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

To the Registrar of Companies

For official use

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Company Number

02703870

Name of Company

(a) Insert full name of company (a) Marlyna Limited

(b) Insert full name(s) and address(es) Of We (b) Laura Waters and Peter Greaves
PricewaterhouseCoopers LLP

7 More London, Riverside, London SE1 2RT

(c) Delete as applicable Give notice that a general meeting of the company was duly held on 30 December 2011 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 no quorum was present at the meeting.

(d) Insert date

(e) The copy account must be authenticated by the written signature(s) of the liquidator(s)

Signed



Date 6 January 2012

Presenter's name, address and reference Eila Lui
PricewaterhouseCoopers LLP
(if any) 7 More London Riverside
London
SE1 2RT

For Official Use

Liquidation section Post room



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COMPANIES HOUSE

SATURDAY

MARLYNA LIMITED**– IN MEMBERS' VOLUNTARY LIQUIDATION ("THE COMPANY")****FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986****PREPARED FOR THE FINAL MEETING OF MEMBERS****HELD ON 30 DECEMBER 2011 (see Note 1 below)**

<i>Company details:</i>	
Former names:	Langbourn Property Nominees (No 2) Limited
Company number:	02703870
Registered office:	5 th Floor, 30 Gresham Street, London EC2P 2XY
<i>Liquidator details:</i>	
Liquidators' names:	Laura Waters and Peter Greaves ("The Liquidators")
Liquidators' address:	c/o PricewaterhouseCoopers, 7 More London Riverside, London SE1 2RT
Date of appointment	28 September 2011
Nature of appointment:	Members' voluntary liquidation
<i>The liquidation:</i>	
Report on conduct	A report on the conduct of the liquidation is provided at Appendix 1
Liquidators' remuneration and expenses	Information about the Liquidators' remuneration and expenses is provided at Appendix 2
Receipts and payments:	A summary of the Liquidators' receipts and payments in the liquidation is attached at Appendix 3

Notes

- 1 This report also serves as a final progress report in respect of the period from 30 June 2011 to 30 September 2011 to the extent required by Section 92A of the Insolvency Act 1986
- 2 In certain circumstances, members are entitled to claim by way of court application that the liquidators' remuneration and expenses are excessive. Such applications need to be made within 8 weeks of receipt of this report. See Rule 4.148C of the Insolvency Rules 1986 for further detail

**MARLYNA LIMITED – IN MEMBERS’ VOLUNTARY LIQUIDATION (“THE COMPANY”)
FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
PREPARED FOR THE FINAL MEETING OF MEMBERS
HELD ON 30 DECEMBER 2011**

**APPENDIX 1
REPORT ON CONDUCT OF THE LIQUIDATION**

MARLYNA LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION ("THE COMPANY")
FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
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TO BE HELD ON 30 DECEMBER 2011

REPORT ON CONDUCT OF THE LIQUIDATION

Realisation of assets:

The directors' Declaration of Solvency disclosed that the Company's assets comprised the following

	£
Intercompany debt	2
Total	2

Following the Liquidators' appointment, the Company's intercompany debt was taken under control pending distribution

No additional assets have been identified There are no assets still to be realised

Settlement of liabilities:

This section covers all liabilities except any claims of Her Majesty's Revenue & Customs ("HMRC") which are dealt with separately below under HMRC

The directors' Declaration of Solvency and the Company's records disclosed that the Company had no liabilities

Following their appointment, the Liquidators wrote to all known creditors and published a notice in the Gazette inviting any unknown creditors to submit their claims

There are no residual claims to be agreed or settled

HMRC

Subsequent to their appointment, the Liquidators sought to confirm the steps needing to be taken in order to obtain HMRC's agreement to the Company's liquidation being closed

All matters outstanding with HMRC, have now been cleared and HMRC have confirmed their agreement to the liquidation being closed without further reference to them

Distributions to shareholders:

At the time of the Liquidators' appointment, the issued share capital of the Company comprised two ordinary shares of £1 each

The following distribution has been made to shareholders

1. On 28 December 2011, a distribution in specie of £2 (representing £1 per share) was paid to the sole shareholder

The distribution in specie paid on 28 December 2011 comprised an inter-company debt due from Commerzbank AG The value attributed to the in specie distribution was based on the value at which the asset was held in the Company's books

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HELD ON 30 DECEMBER 2011

APPENDIX 2
LIQUIDATORS' REMUNERATION AND EXPENSES

MARLYNA LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION ("THE COMPANY")
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LIQUIDATORS' REMUNERATION AND EXPENSES

Basis of remuneration:

At the time of the Liquidators' appointment by the members of the Company, a resolution was passed making provision for the Liquidators to be remunerated by reference to the time properly given by them and their staff in attending to the matters arising in the winding up

Funding of the liquidation:

Although fees have been paid to the Liquidators on the basis specified above, neither the Liquidators' fees nor their expenses have been paid out of the liquidation estate. Instead, the Liquidators' remuneration and expenses in relation to the Company and three connected companies are the responsibility of Commerzbank AG.

Remuneration charged / expenses incurred:

The amounts shown below relate to the Company and the three connected companies referred to above

Up to 23 December 2011, the Joint Liquidators have incurred time costs of £6,840 in respect of the liquidations. This represents 23.80 hours at an average hourly rate of £287. An invoice will be issued in due course.

We have incurred disbursements of £1,775.35 plus VAT. These costs, which will be re-charged as follows:

	£
Statutory advertising	1,423.35
HM Land Registry search	324.00
Statutory bonding	20.00
Company searches	8.00
Total	<u>1,775.35</u>

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APPENDIX 3
SUMMARY OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION

MARLYNA LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION
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Appendix3

SUMMARY OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION

	Total from 28 September 2011 to 30 December 2011 £
Receipts	
Intercompany debtors	2
	<u>2</u>
Payments	
Distributions to shareholders (for details see Appendix 1)	2
	<u>2</u>
Net Receipts / Payments	<u>0</u>