

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

FRIDAY



A13 *A6A654MQ* #455
07/07/2017
COMPANIES HOUSE

1 Company details

Company number 03239665
Company name in full Carousel Resorts International Limited

→ Filling in this form
Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Stephen Roland
Surname Browne

3 Liquidator's address

Building name/number Athene Place
Street 66 Shoe Lane
Post town London
County/Region
Postcode EC4A 3BQ
Country United Kingdom

4 Liquidator's name ①

Full forename(s) Ian Harvey
Surname Dean

① Other liquidator
Use this section to tell us about
another liquidator.

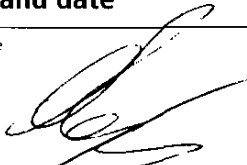
5 Liquidator's address ②

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② Other liquidator
Use this section to tell us about
another liquidator.

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6	Final account	
	<input checked="" type="checkbox"/> I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.	
7	Sign and date	
Liquidator's signature	<div>Signature</div> <div>X  X</div>	
Signature date	<div><div>d 05</div><div>m 07</div><div>y 2017</div></div>	

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Usman Hyder

Company name Deloitte LLP

Address Athene Place, 66 Shoe Lane

Post town London

County/Region

Postcode E C 4 A 3 B Q

Country United Kingdom

DX

Telephone +44 (0) 20 7303 4534



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

CAROUSEL RESORTS INTERNATIONAL LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION) ("the Company")

Company Number: 03239665

**Hill House
1 Little New Street
London
EC4A 3TR**

FINAL ACCOUNT PURSUANT TO RULE 5.9 OF THE INSOLVENCY RULES 2016 ("the Rules") AND SECTION 94 OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the Act")

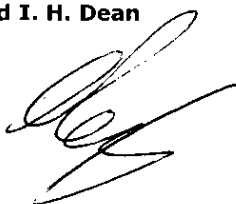
5 July 2017

Stephen Roland Browne and Christopher Richard Frederick Day ("the Liquidators") were appointed Joint Liquidators of Carousel Resorts International Limited further to the written resolution of the member dated 25 June 2015. Christopher Richard Frederick Day was subsequently removed as Liquidator of the Company on 12 May 2017 following his retirement from Deloitte LLP ("Deloitte") and Ian Harvey Dean of Deloitte was appointed as Joint Liquidator by order of the Court. All licensed Insolvency Practitioners of Deloitte are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

For the purpose of section 231 of the Act, the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

This report has been prepared for the sole purpose of updating the member for information purposes. The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the member for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.

**S. R. Browne and I. H. Dean
Deloitte LLP
Athene Place
66 Shoe Lane
London
EC4A 3BQ**



**Tel: +44 (0) 20 7303 4534
Fax: +44 (0) 20 7007 3442**

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APPENDICES

- 1. Liquidators' Receipts and Payments accounts for the period from 25 June 2017 to 5 July 2017 and for the period of the appointment**

1. EXECUTIVE SUMMARY

Key Messages	Commentary
Conduct of the liquidation	<ul style="list-style-type: none">• The matters completed during the course of the liquidation 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.• The Liquidators liaised directly with the internal tax team at Thomas Cook with regard to all outstanding tax matters for the Company. The Company's tax affairs were settled and formal tax clearance for the closure of the liquidation was received from HM Revenue & Customs ("HMRC") on 28 June 2017.
Costs of the liquidation	<ul style="list-style-type: none">• There were no funds in the estate. The Liquidators' fees and the costs of the liquidation were met by a fellow group undertaking. We were paid £2,650 plus disbursements and VAT.• Further details on our remuneration can be found on page 6.
Outstanding matters	<ul style="list-style-type: none">• There are no outstanding matters in respect of the Company.
Distributions to members	<ul style="list-style-type: none">• A first and final distribution of the surplus assets of the Company was made on 3 July 2017.• Further details are provided at page 5.

2. SUMMARY AND ACCOUNT OF THE LIQUIDATION

2.1 Work done during the report period

Assets and Liabilities

At the outset of the liquidation, on the basis of the Declaration of Solvency, there were assets of £40,775 comprising an amount due from MyTravel Group Limited and there were no liabilities in respect of the Company. No additional assets or liabilities came to light during the course of the liquidation to date.

Distributions

A distribution of the surplus assets was made on 3 July 2017. Please refer to page 5 for further details.

Statutory Tasks

During the course of the liquidation we carried out the following tasks, which primarily related to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- case set-up and management;
- statutory reporting;
- appointment notifications;
- correspondence;
- case reviews; and
- general liquidation administration and filing.

These tasks were a necessary part of the engagement but did not generate any direct financial benefit for the member.

Corporation Tax

The Liquidators liaised directly with the internal tax team at Thomas Cook on all matters relating to the Company's tax affairs. There was one outstanding pre-liquidation corporation tax return in respect of the Company (i.e. for the period from 1 October 2014 to 24 June 2015), which was submitted to HMRC on 28 April 2017. Formal tax clearance for the closure of the liquidation was received from HMRC on 28 June 2017.

Replacement of Liquidator

Stephen Roland Browne and Christopher Richard Frederick Day were appointed Liquidators of the Company further to the written resolution of the member dated 25 June 2015. Ian Harvey Dean replaced Christopher Richard Frederick Day as Liquidator of the Company on 12 May 2017, following Chris Day's retirement from Deloitte.

3. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT

- 3.1 A receipts and payments account is provided at Appendix 1, confirming there were no transactions since our appointment.

4. INFORMATION FOR THE MEMBER

4.1 Distributions made

A first and final distribution of the surplus assets of £40,775 was made to the sole shareholder of the Company, MyTravel Group Limited, on 3 July 2017. This was an 'in specie' distribution (by set-off) in respect of their shareholding of 1,495,665 Ordinary £1 Shares (i.e. at the rate of £0.02726212 per Ordinary £1 Share).

4.2 Members' right to request further information

Members of the Company with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Company, or, any member with permission of the Court, may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 4.49E of the Rules.

4.3 Members' right to challenge Remuneration and/or Expenses

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 permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 4.148C of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

5. LIQUIDATORS' REMUNERATION AND DISBURSEMENTS

5.1 Basis of Liquidators' Remuneration

There were no funds in the estate. The Liquidators' fees and expenses were met by a fellow group undertaking, namely Thomas Cook Group plc, and calculated as a set fee of £1,600 for the first six months of the liquidation and £350 for every six month period thereafter, plus VAT. The total amount paid was £2,650 plus VAT and the disbursements referred to below.

5.2 Liquidators' Disbursements

Details of all disbursements incurred are given below:

- statutory advertising costs of £91.37;
- HM Land Registry search fees of £22; and
- the Liquidators' statutory insurance bond of £47.

These disbursements were recovered in full by the Liquidators.

LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNTS FOR THE PERIOD FROM 25 JUNE 2017 TO 5 JULY 2017 AND FOR THE PERIOD OF THE APPOINTMENT

Receipts			Payments		
Amount due from MyTravel Group Limited	40,775				
Total receipts	<u>40,775</u>	<u>Nil</u>	<u>Nil</u>	Total payments	<u>Nil</u>
			Balance		<u>Nil</u>

General Notes

The Receipts and Payments account must be read in conjunction with the attached notes and report.

NOTES TO THE RECEIPTS AND PAYMENTS ACCOUNT

1. The surplus assets of £40,775 were distributed 'in specie' (by set-off) to the sole shareholder of the Company on 3 July 2017.

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