

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1 Company details

Company number 02636672

Company name in full TFCF UK Nominees Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Malcolm

Surname Cohen

3 Liquidator's address

Building name/number BDO LLP

Street 55 Baker Street

Post town London

County/Region

Postcode W1U7EU

Country

4 Liquidator's name ①

Full forename(s) Matthew

Surname Chadwick

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number 2nd Floor, 2 City Place

Street Beehive Ring Road

Post town Gatwick

County/Region

Postcode RH60PA

Country

② Other liquidator

Use this section to tell us about
another liquidator.

LIQ13

Notice of final account prior to dissolution in MVL

6 Final account

☒ 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

Signature

X



X

Signature date

^d

1

^d

3

^m

0

^m

2

^y

2

^y

0

^y

2

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4

LIQ13

Notice of final account prior to dissolution in MVL



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 **Malcolm Cohen**

Company name **BDO LLP**

Address
5 Temple Square
Temple Street

Post town **Liverpool**

County/Region

Postcode

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Country

DX

Telephone **+44 (0) 1512 374 500**



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

Fox World UK Limited
TFCF Film Company Limited
TFCF UK Nominees Limited
Twentieth Century-Fox Film Company
(Export) Limited
Twentieth Century-Fox Productions
Limited
In Members' Voluntary Liquidation

Joint Liquidators' Final Account
dated 2 February 2024

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Glossary of terms

Abbreviation or term	Meaning
'Act'	Insolvency Act 1986
'HMRC'	HM Revenue & Customs
'Joint Liquidators' or 'we'	Malcolm Cohen and Matthew Chadwick
'members'	Members whose names are entered in the register of members
'preferential creditors'	Claims for unpaid wages earned in the four months prior to Liquidation up to £800, holiday pay and unpaid pension contributions in certain circumstances and where a Company enters into Liquidation on or after 1 December 2020, claims for unpaid VAT, PAYE deductions, Employee National Insurance Contributions (NICs) deductions, student loan repayment deductions and amounts withheld under the construction industry scheme
'Final Account'	Prepared in accordance with Section 94 of the Act and Rule 18.14 of the Rules
'Rules'	Insolvency (England and Wales) Rules 2016
'secured creditors'	Creditors whose debt is secured, in accordance with Section 248 of the Act
'the Companies'	Fox World UK Limited TFCF Film Company Limited TFCF UK Nominees Limited Twentieth Century-Fox Film Company (Export) Limited Twentieth Century-Fox Productions Limited
'unsecured creditors'	Creditors who are neither secured nor preferential

Key information

Background

Malcolm Cohen and Matthew Chadwick were appointed Joint Liquidators of the Companies on 16 December 2020.

Purpose of the Final Account

This is the Final Account which provides you with an account of the conduct of the liquidations.

Return to members

The table below summarises the outcome for members.

		Return
Fox World Limited	£1 Ordinary	£1 per share
TFCF Film Company Limited	£1 Ordinary	£1 per share
TFCF UK Film Nominees Limited	£1 Ordinary	£1 per share
Twentieth Century-Fox Film Company (Export) Limited	£1 Ordinary	£1 per share
Twentieth Century-Fox Productions Limited	£1 Ordinary	£403 per share

Members' rights

An overview of the rights of members are detailed in Appendix B.

Contact details

Contact: Ann Moore
Business Restructuring, BDO LLP, 5 Temple Square, Temple Street, Liverpool, L2 5RH
Tel: +44 (0)121 352 6399
Email: ann.moore@bdo.co.uk
Reference: 00334629; 00334140; 00333966; 00334630 & 00334631

If you require a hard copy of the Final Account, please contact Ann Moore on the contact details above.

Progress in the Liquidation

Asset realisations

Receipts and payments accounts are attached at Appendix C.

Tax refund

An unexpected tax refund of £2,025 has been received from HMRC in respect of Twentieth Century-Fox Productions Limited.

HMRC

We are required to obtain clearances from the Corporation Tax office and the Enforcement & Insolvency Service which deals with VAT and PAYE clearances, and which also issues HMRC's claim for all taxes.

All tax clearances have been received from HMRC. It should be noted that we have been required to make numerous requests to HMRC due to their backlog arising from the COVID-19 pandemic.

Creditors

There were no known creditors in the liquidations at the date of liquidation.

As previously reported, the Companies' parent group experienced some delays in submitting the pre-liquidation corporation tax returns which led to a number of late filing penalties being incurred. These have been settled by the parent group.

The £15 remaining in Twentieth Century-Fox Production Limited's will be taken as bank charges.

Return on capital

First and final distributions in specie of the intercompany balances were made to the Companies' respective members on 29 November 2023.

In addition, a first and final distribution of £2,010.13 cash was made to Twentieth Century-Fox Productions Limited's member on 2 February 2024.

Other matters

In addition to the above matters, we have dealt with all statutory matters required by legislation and administrative work incidental to our duties as Joint Liquidators.

Joint Liquidators' remuneration

The Joint Liquidators' remuneration was approved on a time cost basis by the members.

Fox World UK Limited

Time costs to date of £6,481 have been incurred over 23 hours at an average rate of £284 per hour. Since our previous progress report, time costs of £3,322 were incurred over 9 hours at an average rate of £359 per hour.

TFCF Film Company Limited

Time costs to date of £5,169 have been incurred over 19 hours at an average rate of £265 per hour. Since our previous progress report, time costs of £2,076 were incurred over 6 hours at an average rate of £343 per hour.

TFCF UK Nominees Limited

Time costs to date of £6,377 have been incurred over 19 hours at an average rate of £329 per hour. Since our previous progress report, time costs of £1,427 were incurred over 5 hours at an average rate of £267 per hour.

Twentieth Century-Fox Film Company (Export) Limited

Time costs to date of £6,448 have been incurred over 23 hours at an average rate of £282 per hour. Since our previous progress report, time costs of £2,490 were incurred over 10 hours at an average rate of £250 per hour. The time costs in the progress report to 15 December 2022 were overstated by £503 due to time costs charged to this case in error and then subsequently reversed. The time costs in this Proposed Final Account are correct.

Twentieth Century-Fox Productions Limited

Time costs to date of £5,098 have been incurred over 20 hours at an average rate of £253 per hour. Since our previous progress report, time costs of £2,228 were incurred over 11 hours at an average rate of £202 per hour.

As the Companies do not have any cash assets, the costs of liquidation, including expenses, are being met by a group company.

A detailed report of the time incurred and a narrative of the work done since our previous progress report is attached in Appendix D.

Joint Liquidators' expenses

A breakdown of expenses incurred and paid during the liquidations is set out in Appendix E.

Release of the Joint Liquidators

The Joint Liquidators will vacate office and be released from liability on the delivery of the Final Account to the Registrar of Companies.

Appendix A

Statutory information

Information

Company names and registration numbers	<p>Fox World UK Limited - 04611095</p> <p>TFCF Film Company Limited - 03217435</p> <p>TFCF UK Nominees Limited - 02636672</p> <p>Twentieth Century-Fox Film Company (Export) Limited - 00550516</p> <p>Twentieth Century-Fox Productions Limited - 00339745</p>
Registered office	c/o BDO LLP, 5 Temple Square, Temple Street, Liverpool, L2 5RH
Date of appointment	16 December 2020
Joint Liquidators	<p>Malcolm Cohen</p> <p>Matthew Chadwick</p> <p>Under the provisions of section 231 of the Act the Joint Liquidators carry out their functions jointly and severally meaning any action can be done by one Liquidator or by both of them.</p>
Joint Liquidators' address	BDO LLP, 55 Baker Street, London, W1U 7EU
Data Control and GDPR	<p>Malcolm Cohen and Matthew Chadwick are authorised to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales in the UK. The Joint Liquidators are Data Controllers as defined by the General Data Protection Regulations. BDO LLP will act as Data Processor on the instruction of the Data Controllers. Personal data will be kept secure and processed only for matters relating to the liquidations of the Companies. Please see the privacy statement at https://www.bdo.co.uk/en-gb/privacy-notices/insolvencies</p>

Appendix B

Members' rights

Within 21 days of receipt of the Proposed Final Account, members with at least 5% in value of the total voting rights of all members having the right to vote at general meetings of the Companies or any member with the permission of court, may request in writing that the Joint Liquidators provide further information about their remuneration or expenses which have been itemised in the Proposed Final Account.

Within 14 days of receipt of the request, the Joint Liquidators must provide all of the information asked for, unless they think that:

- the time or cost in preparing the information would be excessive, or
- disclosure of the information would be prejudicial to the conduct of the liquidations or might reasonably be expected to lead to violence against any person, or
- they are subject to confidentiality obligations in respect of the information.

The Joint Liquidators are also required to give reasons for not providing all of the requested information.

Members with at least 10% in value of the total voting rights of all members having the right to vote at general meetings of the Companies may, within eight weeks of receipt of the Proposed Final Account, make an application to court that the basis fixed for the Joint Liquidators' remuneration, the remuneration charged, or the expenses incurred by the Joint Liquidators, as set out in the Proposed Final Account, are excessive.

The Joint Liquidators may conclude that the affairs of the Companies are fully wound up before 2 February 2024 if every member confirms in writing to us that they do not intend to make any request for further information about remuneration or expenses or a court application.

When the affairs of the Companies are fully wound up the Joint Liquidators will make up the final account and deliver it to the members. When the final account is delivered to the Registrar of Companies the Joint Liquidators will be released under Section 171(6) of the Act.

Members may access a copy of BDO LLP's charging and expenses policy at <https://www.bdo.co.uk/en-gb/insights/advisory/business-restructuring/creditors-guides>.

The Insolvency Service has established a central gateway for considering complaints in respect of Insolvency Practitioners. In the event that you make a complaint to us but are not satisfied with the response, then you should visit <https://www.gov.uk/complain-about-insolvency-practitioner> where you will find further information on how you may pursue the complaint.

The Joint Liquidators are bound by the Insolvency Code of Ethics when carrying out all professional work relating to these liquidations. A copy of the code can be found at <https://www.icaew.com/technical/ethics/icaew-code-of-ethics/icaew-code-of-ethics>.

Appendix C

Receipts and payments account

Fox World UK Limited
(In Liquidation)
Joint Liquidators' Summary of Receipts & Payments

Declaration of Solvency £		From 16/12/2022 To 02/02/2024 £	From 16/12/2020 To 02/02/2024 £
	ASSET REALISATIONS		
2.00	Amounts due from Group Companies	NIL	NIL
		NIL	NIL
2.00		NIL	NIL
	REPRESENTED BY		
			NIL

Note:

A first and final distribution in specie of the £2 intercompany debtors was made to the Company's sole member on 29 November 2023.

TFCF Film Company Limited
(In Liquidation)
Joint Liquidators' Summary of Receipts & Payments

Declaration of Solvency £		From 16/12/2022 To 02/02/2024 £	From 16/12/2020 To 02/02/2024 £
	ASSET REALISATIONS		
2.00	Unpaid Share Capital	NIL	NIL
		NIL	NIL
2.00		NIL	NIL
	REPRESENTED BY		
			NIL

Note:

A first and final distribution in specie of the £2 unpaid share capital was made to the Company's sole member on 29 November 2023.

TFCF UK Nominees Limited
(In Liquidation)
Joint Liquidators' Summary of Receipts & Payments

Declaration of Solvency £		From 16/12/2022 To 02/02/2024 £	From 16/12/2020 To 02/02/2024 £
	ASSET REALISATIONS		
2.00	Deferred Tax	NIL	NIL
		NIL	NIL
2.00		NIL	NIL
	REPRESENTED BY		
			NIL

Note:

A first and final distribution in specie of the £2 deferred tax asset was made to the Company's sole member on 29 November 2023.

Twentieth Century-Fox Productions Limited
(In Liquidation)
Joint Liquidators' Summary of Receipts & Payments

Declaration of Solvency £		From 16/12/2022 To 02/02/2024 £	From 16/12/2020 To 02/02/2024 £
	ASSET REALISATIONS		
5.00	Amounts due from Group Companies	NIL	NIL
	Tax Refund	2,025.13	2,025.13
		<u>2,025.13</u>	<u>2,025.13</u>
	DISTRIBUTIONS		
	Ordinary Shareholders	2,010.13	2,010.13
		<u>(2,010.13)</u>	<u>(2,010.13)</u>
<u>5.00</u>		<u>15.00</u>	<u>15.00</u>
	REPRESENTED BY		
	Bank 2 Current		15.00
			<u>15.00</u>

Note:

A first and final distribution in specie of the £5 intercompany debtors was made to the Company's sole member on 29 November 2023. In addition, a cash distribution of £2,010.13 was made on 2 February 2024. The balance of £15 is in respect of the confirmed bank charge to be drawn by the bank.

Appendix D

Joint Liquidators' remuneration

Fox World UK Limited

The Joint Liquidators' remuneration has been approved on a time costs basis.

Since our previous annual progress report time costs of £3,322 have been incurred and a breakdown is detailed below, together with details of the work undertaken.

Activity	Partner	Director	Senior manager	Manager	Senior executive	Executive	Total hours	Time costs £	Av. Rate £
Planning and strategy	0.10	0.15	-	-	0.05	-	0.30	206.70	689.00
General administration	-	1.15	-	-	2.95	0.65	4.75	1,718.45	361.78
Creditors' claims	-	-	-	-	0.60	-	0.60	199.40	332.33
Reporting	0.15	0.45	-	0.20	1.35	-	2.15	738.65	343.56
Distribution and closure	-	0.30	-	-	1.15	-	1.45	459.20	316.69
TOTAL	0.25	2.05		0.20	6.10	0.65	9.25	3,322.40	359.18

TFCF Film Company Limited

The Joint Liquidators' remuneration has been approved on a time costs basis.

Since our previous annual progress report time costs of £2,076 have been incurred and a breakdown is detailed below, together with details of the work undertaken.

Activity	Partner	Director	Senior manager	Manager	Senior executive	Executive	Total hours	Time costs £	Av. Rate £
Planning and strategy	-	0.15	-	-	-	-	0.15	115.80	772.00
General administration	-	0.30	-	-	1.75	-	2.05	575.15	280.56
Asset realisation/dealing	-	0.70	-	-	-	-	0.70	559.00	798.57
Reporting	0.15	0.30	-	0.20	1.30	-	1.95	608.25	311.92
Distribution and closure	-	-	-	-	1.20	-	1.20	217.85	181.54
TOTAL	0.15	1.45	-	0.20	4.25	-	6.05	2,076.05	343.15

TFCF UK Nominees Limited

The Joint Liquidators' remuneration has been approved on a time costs basis.

Since our previous annual progress report time costs of £1,427 have been incurred and a breakdown is detailed below, together with details of the work undertaken.

Activity	Partner	Director	Senior manager	Manager	Senior executive	Executive	Total hours	Time costs £	Av. Rate £
Planning and strategy	-	0.15	-	-	-	-	0.15	115.80	772.00
General administration	-	0.15	-	-	1.90	-	2.05	502.35	245.05
Creditors' claims	-	-	-	-	0.10	-	0.10	32.80	328.00
Reporting	0.15	0.25	-	0.20	1.30	-	1.90	566.55	298.18
Distribution and closure	-	-	-	-	1.15	-	1.15	209.00	181.74
TOTAL	0.15	0.55	-	0.20	4.45	-	5.35	1,426.50	266.64

Twentieth Century-Fox Film Company (Export) Limited

The Joint Liquidators' remuneration has been approved on a time costs basis.

Since our previous annual progress report time costs of £2,490 have been incurred and a breakdown is detailed below, together with details of the work undertaken.

Activity	Partner	Director	Senior manager	Manager	Senior executive	Executive	Total hours	Time costs £	Av. Rate £
Planning and strategy	0.10	0.15	-	-	-	-	0.25	190.30	761.20
General administration	-	0.55	-	0.40	3.50	1.50	5.95	1,254.20	210.79
Asset realisation/dealing	-	-	0.35	-	0.35	-	0.70	288.70	412.43
Creditors' claims	-	-	-	-	0.05	-	0.05	16.40	328.00
Reporting	-	0.40	-	0.20	1.30	-	1.90	544.35	286.50
Distribution and closure	-	-	-	-	1.10	-	1.10	195.70	177.91
TOTAL	0.10	1.10	0.35	0.60	6.30	1.50	9.95	2,489.65	250.22

Twentieth Century-Fox Productions Limited

The Joint Liquidators' remuneration has been approved on a time costs basis.

Since our previous annual progress report time costs of £2,228 have been incurred and a breakdown is detailed below, together with details of the work undertaken.

Activity	Partner	Director	Senior manager	Manager	Senior executive	Executive	Total hours	Time costs £	Av. Rate £
Planning and strategy	-	0.15	-	-	-	-	0.15	115.80	772.00
General administration	-	0.25	-	0.20	4.20	3.20	7.85	1,317.60	167.85
Creditors' claims	-	-	-	-	0.20	-	0.20	65.60	328.00
Reporting	0.15	0.25	-	-	1.30	-	1.70	519.55	305.62
Distribution and closure	-	-	-	-	1.15	-	1.15	209.00	266.00
TOTAL	0.15	0.65	-	0.20	6.85	3.20	11.05	2,227.55	201.59

Planning and strategy

- Six-month reviews

General administration

- Ongoing maintenance and reconciliation of the liquidation bank account and other cashiering functions
- Preparation and completion of internal reviews
- Seeking outstanding tax clearance from HMRC

Reporting

- Preparation and distribution of the progress report to members

Distribution and closure

- Preparation of distribution in specie letters
- Preparation of proposed final account

The current charge out rates per hour of staff within the firm who may be involved in working on the Liquidation are as follows:

Grade	£
Partner	745-994
Director	417-834
Senior Manager	347-694
Manager	190-507
Senior Executive	152-354
Executive	83-186

Cumulative time incurred

Fox World UK Limited

Total costs £6,481 have been incurred over the course of the liquidation to 29 November 2023 as detailed below.

Activity	Hours	Average Rate £	Time costs £
Pre-appointment	1.65	546.00	900.90
Steps on appointment	0.75	661.00	495.75
Planning and strategy	0.50	708.20	354.10
General administration	14.05	203.84	2,863.95

Creditors' claims	0.60	332.33	199.40
Reporting	3.85	313.69	1,207.70
Distribution and closure	1.45	316.69	459.20
TOTAL	22.85	283.63	6,481.00

TFCF Film Company Limited

Total costs £5,169 have been incurred over the course of the liquidation to 29 November 2023 as detailed below.

Activity	Hours	Average Rate £	Time costs £
Pre-appointment	1.90	626.13	1,189.65
Steps on appointment	0.45	139.56	62.80
Planning and strategy	0.25	772.00	193.00
General administration	10.75	141.32	1,519.20
Asset realisation/dealing	0.70	798.57	559.00
Reporting	4.20	339.77	1,427.05
Distribution and closure	1.20	181.54	217.85
TOTAL	19.45	265.74	5,168.55

TFCF UK Nominees Limited

Total costs £6,377 have been incurred over the course of the liquidation to 29 November 2023 as detailed below.

Activity	Hours	Average Rate £	Time costs £
Pre-appointment	2.40	578.88	1,370.10
Steps on appointment	2.50	661.00	1,652.50
Planning and strategy	0.25	772.00	193.00
General administration	8.55	149.66	1,279.60
Creditors' claims	0.10	328.00	32.80
Reporting	4.45	368.44	1,639.55
Distribution and closure	1.15	181.74	209.00
TOTAL	19.40	328.69	6,376.55

Twentieth Century-Fox Film Company (Export) Limited

Total costs £6,448 have been incurred over the course of the liquidation to 29 November 2023 as detailed below.

Activity	Hours	Average Rate £	Time costs £
Pre-appointment	2.40	565.17	1,356.40
Steps on appointment	1.25	564.64	577.05
Planning and strategy	0.35	764.29	267.50
General administration	13.05	190.10	2,480.80
Asset realisation/dealing	0.90	492.33	443.10
Creditors' claims	0.05	328.00	16.40
Reporting	3.80	292.29	1,110.70
Distribution and closure	1.10	177.91	195.70
TOTAL	22.90	281.56	6,447.65

Twentieth Century-Fox Productions Limited

Total costs £5,098 have been incurred over the course of the liquidation to 29 November 2023 as detailed below.

Activity	Hours	Average Rate £	Time costs £
Pre-appointment	1.00	571.75	571.75
Steps on appointment	0.75	661.00	495.75
Planning and strategy	0.25	772.00	193.00
General administration	13.30	186.23	2,476.90
Creditors' claims	0.20	328.00	65.60
Reporting	3.50	310.30	1,086.05
Distribution and closure	1.15	181.74	209.00
TOTAL	20.15	253.00	5,098.05

Appendix E

Joint Liquidators' expenses

The Joint Liquidators' expenses incurred and paid are detailed below.

	Incurred in Period 16/12/2022 to 02/02/2024 £	Total Incurred 16/12/2020 to 02/02/2024 £	Total Paid 16/12/2020 to 02/02/2024 £
Category 1			
Bonding	-	30.00	-
Statutory Advertising	-	1,529.96	-

The expenses shown are self-explanatory.

NOTICE OF THE FINAL ACCOUNT PURSUANT TO SECTION 94 OF THE INSOLVENCY ACT 1986 AND RULE 5.10 OF THE INSOLVENCY (ENGLAND AND WALES) RULES 2016

Fox World UK Limited: 04611095
TFCF Film Company Limited: 03217435
TFCF UK Nominees Limited: 02636672
Twentieth Century-Fox Film Company (Export) Limited: 00550516
Twentieth Century-Fox Productions Limited: 00339745
- All In Members' Voluntary Liquidation ('the Companies')

NOTICE IS GIVEN:

The affairs of the Companies are fully wound up.

After delivery of the Final Account to the members, the Joint Liquidators must within 14 days of the date the Final Account is made up, deliver a copy of the Final Account to the Registrar of Companies.

The Joint Liquidators will vacate office and be released under Section 171 of the Insolvency Act 1986 on delivering the Final Account to the Registrar of Companies.



Malcolm Cohen
Joint Liquidator

Date: 2 February 2024
Contact: Ann Moore
Business Restructuring, BDO LLP, 5 Temple Square, Temple Street, Liverpool, L2 5RH
Tel: +44 (0)121 352 6399
Email: ann.moore@bdo.co.uk
Reference: 00334629; 00334140; 00333966; 00334630 & 00334631