

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 04241287

Company name in full ODEON & UCI DIGITAL OPERATIONS LIMITED

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) EMMA

Surname CRAY

3 Liquidator's address

Building name/number PRICEWATERHOUSECOOPERS LLP

Street ONE CHAMBERLAIN SQUARE

Post town BIRMINGHAM

County/Region

Postcode B33AX

Country

4 Liquidator's name ①

Full forename(s) JEN

Surname WHATCOTT

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number PRICEWATERHOUSECOOPERS LLP

Street 7 MORE LONDON RIVERSIDE

Post town LONDON

County/Region

Postcode SE12RT

Country

② Other liquidator

Use this section to tell us about
another liquidator.

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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

J Gray

X

Signature date

^d

0

^d

7

^m

0

^m

2

^y

2

^y

0

^y

2

^y

4

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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 LISA O'CONNOR

Company name PRICEWATERHOUSECOOPERS

LLP

Address NO. 1 SPINNINGFIELDS

HARDMAN STREET

Post town MANCHESTER

County/Region

Postcode M 2 3 E B

Country

DX

Telephone



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

Odeon & UCI Digital Operations Limited – in Members' Voluntary Liquidation

Final Account to Members pursuant to Section 94 of The Insolvency Act 1986 and Rule 5.10 of The Insolvency (England and Wales) Rules 2016 for the period from 15 December 2022 to 07 February 2024

ISSUED ON: 07 February 2024

INTRODUCTION

Odeon & UCI Digital Operations Limited (Entity) entered members' voluntary liquidation on 15 December 2022. Caroline Rifkind and Emma Cray were appointed joint liquidators of the Entity (Liquidators). Caroline Rifkind was replaced by Jen Whatcott as joint liquidator on 13 July 2023 and Caroline Rifkind ceased to act as joint liquidator from 13 July 2023.

This is the Liquidators' final account of the liquidation and covers the period from 15 December 2022 to 07 February 2024. For the purposes of the summary receipts and payments account (at Appendix A), the Liquidators set out what has been received and paid in the period from 15 December 2022 to 07 February 2024 (the Period).

Statutory information relating to the Entity and the Liquidators is at Appendix B.

REPORT ON THE LIQUIDATION

Realisation of assets:

The below table shows the assets listed on the Directors' Declaration of Solvency as at 15 December 2022, together with a summary of the assets dealt with by the Liquidators during the course of the liquidation.

| Asset | Declaration of Solvency est. to realise £ | Liquidation assets £ |
|----------------------|--|---------------------------------|
| Intercompany debtors | 1 | 1 |
| Total | 1 | 1 |

During the Period an intercompany debt of £1 due from Odeon Cinemas Limited, was taken under the control of the Liquidators until distribution.

The Liquidators are not aware of any other assets that remain to be realised.

Settlement of liabilities:

The Directors' Declaration of Solvency showed that the Entity had no liabilities.

In the Period, the Liquidators published a notice in the London Gazette inviting creditors to submit details of claims they may have against the Entity.

The Liquidators have not received any claims in the liquidation.

HM Revenue & Customs ("HMRC"):

Following their appointment, the Liquidators wrote to HMRC to inform them of the liquidation and to request details of any outstanding liabilities. On 4 October 2023, HMRC confirmed that the Entity has no outstanding tax liabilities and that they have no objection to the liquidation being closed.

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Distributions to Members:

On 27 November 2023 an in-specie distribution of £1 (representing £1 per share) was made to the Member of the Entity. The distribution consisted of the assignment of a book debt of £1 due from Odeon Cinemas Limited to the Entity, together with any other assets held by the Entity.

The value attributed to the distribution was based on the value at which the asset was held in the Entity's books.

LIQUIDATORS' FEES AND EXPENSES

Basis of remuneration

The basis of the Liquidators' remuneration has been fixed by reference to the time properly given by them and their staff in dealing with the liquidation, in accordance with a resolution dated 15 December 2022.

Liquidators' remuneration and expenses

Fees and expenses of the liquidation have been paid to PricewaterhouseCoopers LLP by another group company under a separate contractual arrangement. There is no recourse to the liquidation estate.

The Liquidators have separately provided the Member with the information required in accordance with Statement of Insolvency Practice 7.

Members' rights regarding the Liquidators' remuneration and expenses

Any member of the Entity with permission of the court or members of the Entity with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the entity (or permission of the court) are entitled to request further information about our fees and expenses. Such requests need to be made within 21 days of receipt of this report. See Rule 18.9 of the Insolvency (England and Wales) Rules 2016 for further detail.

Any member of the Entity with permission of the court or members of the Entity with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the entity (or permission of the court) are entitled to claim by way of court application that the liquidators' fees and expenses are excessive. Such applications need to be made within 8 weeks of the receipt of this report. See Rule 18.34 of the Insolvency (England and Wales) Rules 2016 for further detail.

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ISSUED ON: 07 February 2024

APPENDIX A

Abstract of Receipts and Payments in the liquidation during the period from 15 December 2022 to 07 February 2024.

| | From 15 December 2022 To 07 February 2024 |
|---------------|--|
| | £ |
| RECEIPTS | |
| Total | NIL |
| PAYMENTS | |
| Total | NIL |
| DISTRIBUTIONS | |
| Total | NIL |
| TOTAL BALANCE | NIL |

Note:
The Liquidators did not operate a bank account during the course of the Liquidation. As such, there are no cash receipts or payments to report on. Please see the assets, liabilities and distributions sections in the main body of the report for details on how the Liquidators dealt with the Entity’s assets and liabilities.

Odeon & UCI Digital Operations Limited – in Members' Voluntary Liquidation

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ISSUED ON: 07 February 2024

APPENDIX B

INFORMATION ON THE ENTITY AND THE LIQUIDATORS

Information on the Entity and the Liquidators

Entity Details

| | |
|--|---|
| Entity's registered name: | Odeon & UCI Digital Operations Limited |
| Entity's registered number: | 04241287 |
| Postal address of principal place of business | 8th Floor 1 Stephen Street, United Kingdom, London, W1T 1AT |

Liquidators' Details

| | |
|-------------------------------------|--|
| Liquidators' names: | Jen Whatcott and Emma Cray |
| Liquidators' postal address: | PricewaterhouseCoopers LLP 7 More London Riverside, London, SE1 2RT |
| Liquidator' email: | jen.whatcott@pwc.com emma.cray@pwc.com |
| Nature of appointment: | Members' voluntary liquidation |
| Previous liquidators: | Caroline Rifkind |

Jen Whatcott and Emma Cray have been appointed as Joint Liquidators of the Entity to manage its affairs, business and property as its agents and without personal liability. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The Joint Liquidators are bound by the Insolvency Code of Ethics which can be found at: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>.

The Joint Liquidators are Data Controllers of personal data as defined by the Data Protection Act 1998. PricewaterhouseCoopers LLP will act as Data Processor on their instructions. Personal data will be kept secure and processed only for matters relating to the Members' Voluntary Liquidation.