

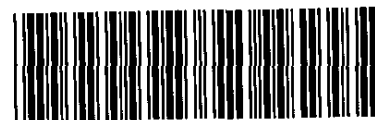
LIQ03

Notice of progress report in voluntary winding up



Companies House

MONDAY



A10 *A8BP7UL8* 12/08/2019 #76
COMPANIES HOUSE

1 Company details

Company number 0 5 1 9 4 6 1 0
Company name in full Odeon and UCI Cinemas Group Limited

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

2 Liquidator's name

Full forename(s) Derek Neil
Surname Hyslop

3 Liquidator's address

Building name/number Atria One
Street 144 Morrison Street
Post town Edinburgh
County/Region
Postcode E H 3 8 E X
Country United Kingdom

4 Liquidator's name

Full forename(s) Samantha Jane
Surname Keen

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

5 Liquidator's address

Building name/number 1
Street More London Place
Post town London
County/Region
Postcode S E 1 2 A F
Country United Kingdom

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

LIQ03

• Notice of progress report in voluntary winding up

6

Period of progress report

From date	d	3	d	0	m	0	m	7	y	2	y	0	y	1	y	8
To date	d	2	d	9	m	0	m	7	y	2	y	0	y	1	y	9

7

Progress report

☒ The progress report is attached

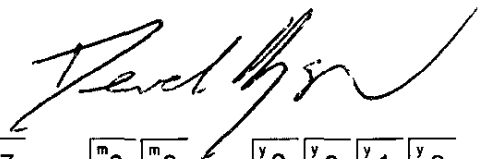
8

Sign and date

Liquidator's signature

Signature

X



X

Signature date

d	0	d	7	m	0	m	8	y	2	y	0	y	1	y	9
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LIQ03

Notice of progress report in voluntary winding up

**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	Lilia Gordon				
Company name	Ernst & Young LLP				
Address	No.1 Colmore Square				
Post town	Birmingham				
County/Region					
Postcode	B	4	6	H	Q
Country	United Kingdom				
DX					
Telephone	012 1535 2195				

**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



TO ALL MEMBERS

7 August 2019

Ref: DNH/SJK/SH/LG
Contact: Lilia Gordon
Direct Line: 0121 535 2195
Email: Lilia.Gordon@uk.ey.com

Dear Sirs

**Odeon and UCI Cinemas Group Limited
(In Members' Voluntary Liquidation) ("the Company")**

Samantha Keen and I were appointed as Joint Liquidators of the Company on 30 July 2018. I now write to provide you with our report on the progress of the Liquidation for the period from 30 July 2018 to 29 July 2019.

In accordance with the provisions of the Insolvency (England and Wales) Rules 2016 we are required to provide certain information about the Company and the Liquidators. The information can be found in Appendix A of this report. A copy of our receipts and payments account for the period from 30 July 2018 to 29 July 2019 is at Appendix B.

Progress during the period of the report

Assets

The Company's assets as at the date of Liquidation were its shareholding of the entire issued share capital in the following companies:

- Lucius Holdings Limited (Formerly in Members' Voluntary Liquidation) ("Holdings")
- Lucius Investments Limited (Formerly in Members' Voluntary Liquidation) (Investments")
- Odeon & UCI Bond Midco Limited (Formerly in Members' Voluntary Liquidation) ("Midco")
- Odeon Weston-Super-Mare Limited (In Members' Voluntary Liquidation)

On 23 July 2019 the Company received in-specie distributions from Holdings, Investments and Midco in respect of its investments. The distributable assets were intercompany receivable balances in the sum of £8 due from Odeon Cinemas Limited.

In respect of Weston-Super-Mare Limited (In Members' Voluntary Liquidation), there remain outstanding matters that require resolution in respect of HM Revenue & Customs that resulted in its Liquidation *remaining open at the anniversary*. As such, the Company await a further distribution in relation to this investment.

The Company also had an intercompany receivable balance in the sum of £2 due from Odeon Cinemas Limited. The intercompany receivable balance will be distributed in specie to Odeon and UCI Cinemas Holdings Limited, the Company's sole shareholder, on the conclusion of Liquidation.



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Remaining Assets

There are no other remaining assets to be realised.

Liabilities

The Company had no known external creditors at the date of Liquidation. An advert was placed in the London Gazette requesting creditors of the Company to prove their claims by 28 September 2018, in accordance with Rule 14.38 (1) (c) of the Rules. No such claims were received.

It is customary in a liquidation to seek confirmation from the relevant Crown authorities that they have no claim in respect of corporation tax, VAT, PAYE and National Insurance Contributions. HM Revenue & Customs have confirmed that they have no claims in respect of corporation tax, VAT, PAYE and National Insurance.

Upon receipt of the necessary tax clearances in relation to the Company's subsidiary, Odeon Weston-Super-Mare Limited (In Members' Voluntary Liquidation), we will be in a position to finalise the Liquidation of the Company.

Joint Liquidators' remuneration

Our remuneration was fixed on a time-cost basis by a resolution of members on 30 July 2018. Details of amounts paid, name of the payor and the relationship between the payor and the Company, are available upon request to the Liquidators at No.1 Colmore Square, Birmingham, B4 6HQ.

A contractual arrangement exists with a third party in respect of the Joint Liquidators' remuneration and as such there is no recourse to the estate.

Joint Liquidators' statement of expenses incurred

During the period covered by this report, we have incurred expenses relating to statutory advertising and statutory bonding which have also been paid by another group company without recourse to the Liquidation estate. There is no recourse to the estate in respect of our fees as a contractual arrangement exists.

Members' rights to further information about, and challenge, remuneration and expenses

In certain circumstances, members are entitled to request further information about our remuneration or expenses, or to apply to court if members consider the costs to be excessive. Further information is provided in Appendix C.

Other matters

The Joint Liquidators will shortly be in a position to issue their final report and account to the shareholder in order to conclude the Liquidation.



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If you wish to discuss any matters arising from this report, please do not hesitate to contact Lilia Gordon on the direct line telephone number shown above.

Yours faithfully
for the Company

A handwritten signature in black ink, appearing to read 'D N Hyslop', written over the typed name.

D N Hyslop
Joint Liquidator

Enc.

D N Hyslop and S J Keen is authorised to act as an insolvency practitioner by The Insolvency Practitioners Association.

The Joint Liquidators may act as data controllers of personal data as defined by the General Data Protection Regulation 2016/679, depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidators' appointment. The Office Holder Data Privacy Notice can be found at www.ey.com/uk/officeholderprivacy.

Odeon and UCI Cinemas Group Limited (In Members' Voluntary Liquidation) ("the Company")

Information about the Company and the Liquidators

Registered office address of the Company:	c/o Ernst & Young LLP, No 1 Colmore Square, Birmingham, B4 6HQ
Registered number:	05194610
Full names of the Liquidators:	Derek Neil Hyslop and Samantha Jane Keen
Liquidators' address(es):	Ernst & Young LLP Ernst & Young LLP Atria One, 1 More London Place, 144 Morrison Street, London, SE1 2AF Edinburgh, EH3 8EX
Telephone number through which the Liquidators can be contacted	012 1535 2195
Date of appointment of the Joint Liquidators:	30 July 2018
Details of any changes of Liquidator:	None

Odeon and UCI Cinemas Group Limited (In Members' Voluntary Liquidation) ("the Company")

Joint Liquidators' receipts and payments account for the period from 30 July 2018 to 29 July 2019

Declaration of Solvency Estimated to Realise Values £	In this Report Period 30 July 2018 to 29 July 2019
	£
Receipts	
2	Intergroup receivables balance
	<hr/>
	<hr/>
Payments	
	<hr/>
	<hr/>
Balance at bank at 29 July 2019	Nil
	<hr/>

Notes

1. Receipts and payments are stated net of VAT.
2. The Joint Liquidators' remuneration was fixed on a time-cost basis by a resolution of the members passed on 30 July 2018.
3. The intercompany receivable will be distributed in specie to the Company's member on the conclusion of Liquidation.

Members' rights to request further information about remuneration or expenses or to challenge a liquidator's remuneration – Rules 18.9 and 18.34 of the Insolvency (England and Wales) Rules 2016 (as amended)

18.9 Creditors' and members' request for further information

18.9.—(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report or account under rule 18.14—

- (a) a secured creditor;
 - (b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question);
 - (c) members of the company in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company;
 - (d) any unsecured creditor with the permission of the court; or
 - (e) any member of the company in a members' voluntary winding up with the permission of the court.
- (2) A request, or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report or account by the person, or by the last of them in the case of an application by more than one member or creditor.
- (3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by—
- (a) providing all of the information requested;
 - (b) providing some of the information requested; or
 - (c) declining to provide the information requested.
- (4) The office-holder may respond by providing only some of the information requested or decline to provide the information if—
- (a) the time or cost of preparation of the information would be excessive; or
 - (b) disclosure of the information would be prejudicial to the conduct of the proceedings;
 - (c) disclosure of the information might reasonably be expected to lead to violence against any person; or
 - (d) the office-holder is subject to an obligation of confidentiality in relation to the information.
- (5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.

- (6) A creditor, and a member of the company in a members' voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—
- (a) the office-holder giving reasons for not providing all of the information requested; or
 - (b) the expiry of the 14 days within which an office-holder must respond to a request.
- (7) The court may make such order as it thinks just on an application under paragraph (6).

18.34 Members' claim that remuneration is excessive

18.34.—(1) *This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—*

- (a) *the remuneration charged by the office-holder is in all the circumstances excessive;*
- (b) *the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or*
- (c) *the expenses incurred by the office-holder are in all the circumstances excessive.*

(2) *The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable—*

- (a) *a secured creditor,*
- (b) *an unsecured creditor with either—*
 - (i) *the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or*
 - (ii) *the permission of the court, or*
- (c) *in a members' voluntary winding up—*
 - (i) *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*
 - (ii) *a member of the company with the permission of the court.*

(3) *The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").*

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