

# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

WEDNESDAY



\*A9W2D84Q\*

A23

13/01/2021

#54

COMPANIES HOUSE

### 1 Company details

Company number 1 0 7 3 6 3 9 0  
Company name in full GCP Applied Technologies Holdings (UK) Limited

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

### 2 Liquidator's name

Full forename(s) Nicola Kate  
Surname Clark

### 3 Liquidator's address

Building name/number Ship Canal House  
Street 98 King Street  
Post town Manchester  
County/Region  
Postcode M 2 4 W U  
Country

### 4 Liquidator's name ①

Full forename(s) Diane Elizabeth  
Surname Hill

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


### 5 Liquidator's address ②

Building name/number Ship Canal House  
Street 98 King Street  
Post town Manchester  
County/Region  
Postcode M 2 4 W U  
Country

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

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<b>6</b>	<b>Final account</b>	
	<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.	
<b>7</b>	<b>Sign and date</b>	
Liquidator's signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;">X</div> <div style="flex-grow: 1;"> <small>Signature</small>   </div> <div style="margin-left: 10px;">X</div> </div>	
Signature date	<div style="display: flex; align-items: center;"> <div style="margin-right: 5px;"> <div><small>d</small></div> <div>1</div> </div> <div style="margin-right: 5px;"> <div><small>d</small></div> <div>2</div> </div> <div style="margin-right: 5px;"> <div><small>m</small></div> <div>0</div> </div> <div style="margin-right: 5px;"> <div><small>m</small></div> <div>1</div> </div> <div style="margin-right: 5px;"> <div><small>y</small></div> <div>2</div> </div> <div style="margin-right: 5px;"> <div><small>y</small></div> <div>0</div> </div> <div style="margin-right: 5px;"> <div><small>y</small></div> <div>2</div> </div> <div> <div><small>y</small></div> <div>1</div> </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	Oliver Dancey
Company name	Azets
Address	Ship Canal House
	98 King Street
Post town	Manchester
County/Region	
Postcode	M 2 4 W U
Country	
DX	
Telephone	0161 245 1000



## 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)

**GCP Applied Technologies Holdings (UK) Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**  
**From 27 September 2019 To 12 January 2021**

<b>Declaration of Solvency</b>		<b>£</b>	<b>£</b>
622,263.00	<b>ASSET REALISATIONS</b>		
	Cash and Cash Equivalents	1,446.59	
			1,446.59
(113,000.00)	<b>COST OF REALISATIONS</b>		
	Income Tax	NIL	
			NIL
	<b>CAPITAL</b>		
	Ordinary Shares	1,446.59	
			(1,446.59)
<b>509,263.00</b>			<b>NIL</b>
	<b>REPRESENTED BY</b>		
			<b>NIL</b>

Note:



**GCP Applied Technologies Holdings (UK) Limited – In Members Voluntary  
Liquidation  
Company Number: 10736390**

**Joint Liquidators' Final Account to Members**

**Nicola Kate Clark and Diane Elizabeth Hill  
Joint Liquidators**

**C/o Azets Holdings Limited  
5<sup>th</sup> Floor, Ship Canal House  
98 King Street  
Manchester  
M2 4WU**

**0161 245 1000**



## CONTENTS

- 1** Introduction
- 2** Joint Liquidators' Receipts and Payments
- 3** Work undertaken by the Joint Liquidators
- 4** Outcome for Creditors
- 5** Distributions to Members
- 6** Joint Liquidators' Remuneration and Disbursements
- 7** Members Rights
- 8** Conclusion

## APPENDICES

- A** Joint Liquidators' Receipts and Payments Accounts for the following periods:
  - a. 27 September 2019 to 26 September 2020;
  - b. 27 September 2020 to 12 January 2021; and
  - c. Cumulative from 27 September 2019 to 12 January 2021.

## **1 Introduction**

- 1.1 Nicola Kate Clark and Diane Elizabeth Hill of Azets Holdings Limited, 5<sup>th</sup> Floor, Ship Canal House, 98 King Street, Manchester, M2 4WU, were appointed as Joint Liquidators of GCP Applied Technologies Holdings (UK) Limited ("the Company") on 27 September 2019. We are licensed to act in the UK as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales and are bound by the Insolvency Code of Ethics when carrying out all professional work as office-holders.
- 1.2 This Final Account provides an update on the progress of the Liquidation for the period from 27 September 2019 to 12 January 2021.
- 1.3 The registered office of the Company was changed for the purpose of the Liquidation to 5<sup>th</sup> Floor, Ship Canal House, 98 King Street, Manchester, M2 4WU and its registered number is 10736390.
- 1.4 The former trading address of the Company was 580-581 Ipswich Road, Berkshire, Slough, SL1 4HA.
- 1.5 Information about the way that we will use, and store personal data in relation to insolvency appointments can be found in the Privacy Notice at <https://www.azets.co.uk/about-us/privacy-cookie-policy/>. If you are unable to download this please contact us and a hard copy will be issued.

## **2 Joint Liquidators' Receipts and Payments**

- 2.1 The directors of the Company made a Declaration of Solvency on 27 September 2019, supported by a statement of the Company's assets and liabilities as at 6 September 2020, being the latest practicable date. The Company had assets with an estimated realisable value of £622,263 and estimated liabilities including the cost of the winding up of £113,000 as at 6 September 2020.
- 2.2 At **Appendix A**, we have provided an account of our Receipts and Payments for the Period with a comparison to the directors' Declaration of Solvency, together with a cumulative account since our appointment.

## **3 Work undertaken by the Joint Liquidators**

- 3.1 This section of the report provides members with an overview of the work undertaken in the Liquidation since the date of our last Progress Report, together with information on the overall outcome of the Liquidation.

### **Cash and Cash Equivalents**

- 3.2 The Declaration of Solvency details the company held cash and cash equivalents in the amount of \$622,263.
- 3.3 Intra group transactions were processed between 6 September 2019 and the date of liquidation, including payment of a distribution to the Company's shareholder and payment of all the liabilities.
- 3.4 As at the date of liquidation, the balance of cash and cash equivalents in the Company's accounts was \$1,446.59 which is held to the orders of the Joint Liquidators by the GCP Group. This balance has formed the first and final distribution to members that accompanies this report.

## Liabilities

- 3.5 At the outset of the Liquidation, there was a liability on the Declaration of Solvency of \$113,000 in respect of income taxes.
- 3.6 As at 3.3 above, this liability was paid in full prior to Liquidation.
- 3.7 There are no other liabilities in this case.

## Confirmation from HM Revenue and Customs ("HMRC")

- 3.8 We worked with the Company's management and obtained confirmation from the Company's accountants and tax advisers that they had completed and submitted all returns to HMRC for the period up to the date of Liquidation.
- 3.9 We engaged with the various heads of tax at HMRC to resolve any outstanding queries. Prior to a final distribution to members and conclusion of the Liquidation, we require written confirmation from HMRC that the Company's tax records are complete and that they have no objection to the Joint Liquidators release from office.
- 3.10 HM Revenue & Customs confirmed verbally on 23 July 2020 that all Corporation Tax affairs are up to date and that they have no objection to the closure of the liquidation. Written confirmation has been received since the date of the last progress report.
- 3.11 HMRC's PAYE and VAT teams provided confirmation that there were no outstanding matters in relation to their heads of tax and that they also had no objection to the conclusion of the Liquidation.

## 4 Outcome for Creditors

### Secured Creditors

- 4.1 There are no known Secured Creditors.

### Preferential and Unsecured Creditors

- 4.2 We published a Notice of Intended Dividend in the London Gazette in accordance with to Rule 14.28 of the Insolvency (England and Wales) Rules 2016 on 10 October 2019 stating that we intended to declare and pay a first and final distribution to the creditors of the Company of 100p/£. We set a deadline for creditors to provide particulars of their claim by 11 November 2019.
- 4.3 As anticipated, no claims were received from any class of creditor.

## 5 Distributions to Members

- 5.1 We have today declared and paid a first and final distribution to the Company's Member and that distribution is summarised as follows:

Date	Shareholders Name	Cash and cash equivalents (\$)	Distribution In Specie (\$)	Total (\$)
02/12/2020	GCP (UK) Holdings Limited	1,446.59	0.00	1,446.59
	Total	1,446.59	0.00	1,446.59

The total return to the shareholder was \$1,446.59 representing \$723.29 per Ordinary \$1 share.



## **6 Joint Liquidators' Remuneration**

- 6.1 The Joint Liquidators' remuneration and expenses have been paid in full by an associated company as agreed under the terms of our engagement. Details of our time costs have been provided separately to the members.

## **7 Members Rights**

- 7.1 Within 21 days of the receipt of the Proposed Final Account, members with either at least 5% of the total voting rights of all the members having the right to vote at General Meetings of the Company or with the permission of the 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.
- 7.2 Any members 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 with the permission of the court, may within 8 weeks of receipt of the Proposed Final Account, make an application to court on the grounds that, in all the circumstances, the basis fixed for the Joint Liquidators' remuneration is inappropriate and/or the remuneration charged or the expenses incurred by the Joint Liquidators, as set out, are excessive.

## **8 Conclusion**

- 8.1 The Shareholder of the Company has confirmed that they do not intend to make any written request for further information regarding the Joint Liquidators' remuneration and expenses, or make an application to the Court on the grounds that the Joint Liquidators' remuneration or expenses are excessive.
- 8.2 As a result, the 8 week prescribed period no longer applies and the Final Account has been issued to Members and Companies House

Yours faithfully



**Nicola Kate Clark**  
**Joint Liquidator**

**Enc**

## Appendix A

Joint Liquidators' Receipts and Payments Accounts for the periods from 27 September 2019 to 26 September 2020, 27 September 2020 to 2 December 2020 together with a cumulative account from 27 September 2019 to 2 December 2020

**GCP Applied Technologies Holdings (UK) Limited**  
**(In Liquidation)**  
**Joint Liquidators' Summary of Receipts and Payments**

<b>RECEIPTS</b>	<b>Declaration of Solvency (£)</b>	<b>From 27/09/2019 To 26/09/2020 (£)</b>	<b>From 27/09/2020 To 12/01/2021 (£)</b>	<b>Total (£)</b>
Cash and Cash Equivalents	622,263.00	1,446.59	0.00	1,446.59
		<b>1,446.59</b>	<b>0.00</b>	<b>1,446.59</b>
<b>PAYMENTS</b>				
Income Tax	(113,000.00)	0.00	0.00	0.00
Ordinary Shares		0.00	1,446.59	1,446.59
		<b>0.00</b>	<b>1,446.59</b>	<b>1,446.59</b>
<b>Net Receipts/(Payments)</b>		<b>1,446.59</b>	<b>(1,446.59)</b>	<b>0.00</b>
<b>MADE UP AS FOLLOWS</b>				
Funds Held by the GCP Group		1,446.59	(1,446.59)	0.00
		<b>1,446.59</b>	<b>(1,446.59)</b>	<b>0.00</b>

Note: