

## Notice of statement of affairs

Pursuant to Rule 2.21(6) of the Insolvency (Scotland) Rules 1986

Maclay Group plc (In Administration)

SC133543

(a) Insert full name(s)  
and address(es) of  
administrator(s)

I (a) Gavin David Yuill of Ernst & Young LLP, G1 Building, 5 George Square, Glasgow, G2 1DY

attach a copy of:-

- \* Delete as applicable
- \* the statement(s) of affairs;
  - \* the statement(s) of concurrence;
  - ~~\* a copy of the court order limiting disclosure in respect of the statement of affairs~~
- in respect of the administration of the above company.

Signed

*G. Yuill*

Joint Administrator

Dated

13 August 2015

### Contact Details:

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

Sanjay Chita

Ernst & Young LLP, G1 Building, 5 George Square, Glasgow, G2 1DY

Tel: 0141 226 9545

DX Number:

DX Exchange:

When you have completed and signed this form please send it to the Registrar of Companies at:

Companies House, 139 Fountainbridge, Edinburgh, EH3 9FF

DX 235 Edinburgh / LP 4 Edinburgh-2

FRIDAY



SCT

\*S4DS0119\*

14/08/2015

#525

COMPANIES HOUSE

## Statement of affairs

Pursuant to paragraph 47 of Schedule B1 to the Insolvency Act 1986  
and Rule 2.21(1) of the Insolvency (Scotland) Rules 1986

(a) Insert name of the  
company

Statement as to the affairs of (a)

Maclay Group plc

(b) Insert date as at (b) 23 January 2015, the date that the company entered administration.

### Statutory Declaration

I solemnly and sincerely declare that the information provided in this statement and the lists A to G annexed and signed as relative hereto is, to the best of my knowledge and belief, true and complete,

AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at GLASGOW

Signed

This 17th day of FEBRUARY 20 15

Before me PAUL BLANEY CAMAN

A Notary Public or Justice of the Peace or Solicitor

*Paul Blaney Caman*

Blaney Caman Solicitors  
Standard Buildings  
94 Hope Street  
Glasgow G2 6PH  
Telephone +44 (0)141 248 8111  
Fax +44 (0)141 221 8420  
Email mail@blaneycaman.com  
LP 120 - Glasgow 6

STATEMENT as to the affairs of the company on the

23 January 2015

Please do not write in this margin  
Please complete legibly, preferably in black type, or bold block lettering

		Estimated Realisable Values £
<b>ASSETS</b>		
Assets not specifically secured (as per List "A")		303,124
Assets specifically secured (as per List "B")	£	
Estimated realisable value		
Less: Amount due to secured creditors		
Estimated Surplus		
Estimated Total Assets available for preferential creditors, holders of floating charges and unsecured creditors		303,124
<b>LIABILITIES</b>		
Preferential creditors (as per List "C")		5,000
Estimated balance of assets available for holders of floating charges and unsecured creditors		298,124
Estimated prescribed part of net property where applicable (to carry forward)		
Holders of floating charges (as per List "D")		10,300,000
Estimated surplus/deficiency as regards holders of floating charges		
Estimated prescribed part of net property where applicable (brought down)		
Unsecured Creditors	£	
Trade accounts (as per List "E")		
Bills payable (as per List "F")		
Contingent or other liabilities (as per List "G")		37,975
Total unsecured creditors (excluding any shortfall to floating charge holders)		37,975
Estimated Surplus/Deficiency as regards creditors unsecured creditors (excluding any shortfall to floating charge holders)		37,975
Estimated deficiency after floating charge where applicable (brought down)		(10,039,851)
Estimated Surplus/Deficiency as regards creditors		(10,039,851)
Issued and Called-up Capital		619,041
Estimated Surplus/Deficiency as regards members		(10,658,892)

These figures must be read subject to the following:-

\*[(a) There is no unpaid capital liable to be called up]

\*[(b) The nominal amount of unpaid capital liable to be called up is £

estimated to produce £

which is/is not charged in favour of the holder

of the floating charges]

The estimates are subject to the expenses of the administration and to any surplus or deficiency on trading pending realisation of the Assets

\*delete as appropriate

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

**Statement of affairs LIST'A'**  
Assets not specifically secured

Particulars of assets	Book value £	Estimated to produce £
Balance at bank		—
Cash in hand		—
Marketable securities (as per Schedule I)	124	— 124
Bills receivable (as per Schedule II)	—	—
Trade debtors (as per Schedule III)	3,000	3,000
Loans and advances (as per Schedule IV)	300,000	300,000
Unpaid calls (as per Schedule V)	—	—
Stock in trade		
Work in progress		
Heritable property		—
Leasehold property		—
Plant, machinery and vehicles		—
Furniture and fittings, etc		—
Patents, trade marks, etc		—
Investments other than marketable securities	3,487,558	—
Other property		—
Total	3,790,682	303,124

Signed 48M

Dated 6/2/15

**Please complete legibly,  
preferably in black type,  
or bold block lettering**

**Names to be arranged in alphabetical order and numbered consecutively**

No	Name of organisation in which securities are held	Details of securities held	Book Value £	Estimated to produce £
	TRL	Ordinary Shares.	124	124

Signed

**Dated**

6/2/15

Please do not write in this margin

**SCHEDULE II TO LIST 'A'**

**Statement of affairs**

**Bills of exchange, promissory notes etc, available as assets**

Please complete legibly,  
preferably in black type,  
or bold block lettering

Names to be arranged in alphabetical order and numbered consecutively

No	Name and address of acceptor of bill or note	Amount of bill or note £	Date when due	Estimated to produce £	Particulars of any property held as security for payment of bill or note
					nil

Signed

3600

Dated

6/2/15

Please do not write in this margin

**SCHEDULE III TO LIST 'A'**  
**Statement of affairs**  
**Trade debtors**

Please complete legibly,  
preferably in black type,  
or bold block lettering

Names to be arranged in alphabetical order and numbered consecutively

No	Name of address of debtor	Particulars of any securities held for debt	Book Value £	Estimated to produce £
	Attached.  Unpaid c ordinary shares.		3,000	3,000

Signed

36M

Dated

6/2/15

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**SCHEDULE IV TO LIST 'A'**  
Statement of affairs  
Loans and Advances

Please complete legibly,  
preferably in black type,  
or bold block lettering

**Names to be arranged in alphabetical order and numbered consecutively**

No	Name of address of debtor	Particulars of any securities held for debt	Book Value £	Estimated to produce £
	Thistle Pub Co Ltd	Loan notes	300,000	300,000

Signed

**Dated**

25/11

6/2/15



**Please complete legibly,  
preferably in black type,  
or bold block lettering**

**Names to be arranged in alphabetical order and numbered consecutively**

No	No in share register	Name and address of shareholder	No of shares held	Amount of call per share unpaid £	Total amount due £	Estimated to produce £

**Signed**

**Dated**

4/11

6/2/15

Please do not write in this margin

LIST 'B' (Consisting of \_\_\_\_\_ pages)

Statement of affairs

Assets specifically secured and creditors fully or partly secured (see note below)  
(not including debenture holders secured by a floating charge)

Please complete legibly,  
preferably in black type,  
or bold block lettering

No	Particulars of assets specifically secured and nature of security	Date when security granted	Name of creditor	Address and occupation
	Per Attached schedule		Bank of Scotland	Bankers, The Royal Edinburgh

Note: For this purpose treat as a creditor but identify separately

- a) an owner of goods in the company's possession under a hire-purchase agreement or an agreement for the hire of goods for more than 3 months, or
- (b) a seller of goods to the company claiming a retention of title or a seller under a conditional sale agreement.

4/11 6/2/15

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LIST 'C' (Consisting of \_\_\_\_\_ pages)

Statement of affairs

Preferential creditors for salaries, wages and otherwise

Names to be arranged in alphabetical order and numbered consecutively

ease complete legibly, preferably  
black type, or bold block lettering

No	Name of Creditor	Address	Nature of claim	Total amount of claim	Amount ranking as preferential	Balance not preferential carried to List 'E'
	Stephen Mellon	20 Eastwood Rd 646 604	Hol Pay	5,000	5,000	—

Signed SM Dated 6/2/15

Please do not write in this margin

LIST 'D'

Statement of affairs

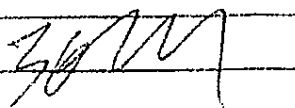
List of holders of debentures secured by a floating charge

Please complete legibly,  
preferably in black type,  
or bold block lettering

Names to be arranged in alphabetical order and numbered consecutively

No	Name and address of Holder	Amount £	Description of assets over which security extends
	BOS, The Mound Term loan Overdraft.	All amounts due 10,300,000	Property portfolio + assets under Standard Security + Floating Charge

Signed



Dated

6/2/15

LIST 'E' (Consisting of \_\_\_\_\_ pages)

### Statement of affairs

**Unsecured creditors – trade accounts.**

**Identify separately on this list, customers claiming amounts paid in advance of the supply of goods and services**

**Please complete legibly,  
preferably in black type,  
or bold block lettering**

**Names to be arranged in alphabetical order and numbered consecutively**

No	Name of and address of creditor	Amount of the debt £

Signed

Dated

Please complete legibly,  
preferably in black type,  
or bold block lettering

**Unsecured creditors – Bills payable, promissory notes etc.**

**Names to be arranged in alphabetical order and numbered consecutively.**

\*Note  
The particulars of any bills of exchange and promissory notes held by a holder should be inserted immediately below the name and address of such creditor

No	Name and address of acceptor of bill or note	Name and address of holder*	Date when due	Amount of claim £

Dated 02/13

**LIST 'G'**

### Statement of affairs

**Unsecured creditors – contingent liabilities**

Please complete legibly,  
preferably in black type,  
or bold block lettering

**Names to be arranged in alphabetical order and numbered consecutively.**

No	Name and address of creditor	Nature of liability	Amount of claim £
24.	Unpaid Share capital TPCLtd	£300-00	<u>37,975</u>
	Intersay Dividend payable	<u>£37,675-00</u>	<u>37,975</u>

**Signed**

Dated

MACLAY GROUP PLC

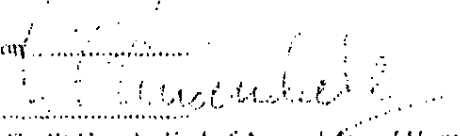
BALANCE SHEETS  
AS AT 1 FEBRUARY 2014

		Group		Company	
	Notes	2014	2012	2014	2012
		£	£	£	£
Fixed assets					
Tangible assets	9	14,342,563	13,434,822	-	-
Investments	10	745,826	745,826	3,487,858	3,487,858
		<u>15,088,389</u>	<u>14,180,648</u>	<u>3,487,858</u>	<u>3,487,858</u>
Current assets					
Stocks	11	180,795	182,587	-	-
Debtors	12	716,117	1,361,298	2,073,060	2,360,973
Cash at bank and in hand		-	641,390	-	-
		<u>896,912</u>	<u>2,185,275</u>	<u>2,073,060</u>	<u>2,360,973</u>
Creditors: amounts falling due within one year	13	(12,186,122)	(2,333,448)	(37,975)	(52,985)
Net current liabilities		<u>(11,289,210)</u>	<u>(148,173)</u>	<u>2,035,085</u>	<u>2,307,988</u>
Total assets less current liabilities		<u>3,799,179</u>	<u>14,032,475</u>	<u>5,522,943</u>	<u>5,795,846</u>
Creditors: amounts falling due after more than one year	14	(299,891)	(10,108,457)	(299,891)	(299,891)
Provisions for liabilities	15	(362,465)	(329,483)	-	-
		<u>3,136,823</u>	<u>3,594,535</u>	<u>5,223,052</u>	<u>5,495,955</u>
Capital and reserves					
Called up share capital	16	319,150	300,000	319,150	300,000
Share premium account	17	2,026,000	2,026,000	2,026,000	2,026,000
Revaluation reserve	17	2,505,408	2,505,408	-	-
Profit and loss account	17	(1,713,735)	(1,236,873)	2,877,902	3,169,955
Shareholders' funds	18	<u>3,136,823</u>	<u>3,594,535</u>	<u>5,223,052</u>	<u>5,495,955</u>

The notes on pages 12 to 34 form part of these financial statements.

Approved by the Board and authorised for issue on

S G Mallon  
Director

  
The Rt Hon the Earl of Annandale and Hartfell  
Director

Company Registration No. SC133543





# MACLAY GROUP PLC

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued) FOR THE 16 MONTH PERIOD ENDED 1 FEBRUARY 2014

### 10 Fixed asset investments (continued) Group

The unlisted investment of £500 represents the Group's 47% joint venture investment in Thistle Pub Company Limited, which began trading during the current period.

The Group's share of the joint venture's performance during the period is as follows:

	2014 £
<b>Thistle Pub Company Limited</b>	
Turnover	520,091
Operating loss	(69,038)
Interest	(20,947)
Share of joint venture's loss	<u>(89,985)</u>
 Fixed assets	 1,355,444
Current assets	31,998
Share of joint venture's gross assets	<u>1,387,442</u>
 Creditors due within one year	 (320,663)
Creditors due after one year	(1,156,764)
Share of joint venture's gross liabilities	<u>(1,477,427)</u>
 Share of joint venture's net liabilities	 <u>(89,985)</u>
 Total due from Thistle Pub Company Limited is represented as:	
Due from Thistle Pub Company Limited	467,042
Share of loss for the period	<u>(89,985)</u>
Included within "Other debtors" (Note 12)	<u>377,057</u>

### 11 Stocks

	Group		Company	
	2014	2012	2014	2012
	£	£	£	£
Finished goods and goods for resale	<u>180,795</u>	<u>182,587</u>		

MACLAY GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)  
FOR THE 16 MONTH PERIOD ENDED 1 FEBRUARY 2014

12 Debtors

	Group		Company	
	2014	2012	2014	2012
	£	£	£	£
Trade debtors	-	7,982	-	-
Amounts owed by group undertakings	-	-	2,069,868	2,360,973
Corporation tax	2,259	-	-	-
Other debtors	380,222	515,978	3,192	-
Prepayments and accrued income	333,636	837,338	-	-
	<u>716,117</u>	<u>1,361,298</u>	<u>2,073,060</u>	<u>2,360,973</u>

13 Creditors : amounts falling due within one year

	Group		Company	
	2014	2012	2014	2012
	£	£	£	£
Bank loans and overdrafts	10,281,663	500,000	-	-
Trade creditors	663,141	683,774	-	-
Corporation tax	-	30,762	-	-
Taxes and social security costs	625,140	550,953	-	-
Other creditors	200,192	64,885	37,975	37,975
Accruals and deferred income	415,986	503,074	-	15,010
	<u>12,186,122</u>	<u>2,333,418</u>	<u>37,975</u>	<u>52,985</u>

*SM*

MACLAY GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)  
FOR THE 16 MONTH PERIOD ENDED 1 FEBRUARY 2014

14 Creditors : amounts falling due after more than one year

	Group		Company	
	2014	2012	2014	2012
	£	£	£	£
Bank loans	-	9,808,566	-	-
Preference shares (note 16)	299,891	299,891	299,891	299,891
	<u>299,891</u>	<u>10,108,457</u>	<u>299,891</u>	<u>299,891</u>
Analysis of loans				
Wholly repayable within five years	9,808,566	10,308,566	-	-
Included in current liabilities	(9,808,566)	(500,000)	-	-
	<u>-</u>	<u>9,808,566</u>	<u>-</u>	<u>-</u>
Repayable in more than one year but not more than two years	-	9,808,566	-	-

The bank loans and overdrafts are secured by a standard security over certain Group properties and by a floating charge over all of the assets of the Group. There is a corporate guarantee in place between all Group companies. The company has a given guarantee to Lloyds Banking Group plc for all the obligations of its subsidiary companies.

The Term Loan of £10,308,566 was repayable in October 2013. A new £10,050,000 term loan facility was formally agreed with the bank on 11 February 2014. Interest is accrued on this facility at a margin over LIBOR.

*SBM*

# Statement of concurrence

Pursuant to paragraph 47 of Schedule B1 to the Insolvency Act 1986 and Rule 2.21(2) of the Insolvency (Scotland) Rules 1986

Name of Company Maclay Group plc (In Administration)	Company number SC133543
---	----------------------------

(a) Insert full name and address of registered office of company to which statement of affairs relates

With regards the Statement of Affairs of

(a) Maclay Group plc (In Administration)

Ernst & Young LLP, G1 Building, 5 George Square, Glasgow, G2 1DY

("the Company").

(b) Insert date statutory declaration on the statement of affairs was made

made on (b) 17 February 2015

(c) Insert full name of person who made the statutory declaration on the statement of affairs being concurred with

by (c) Stephen Gerard Mallon, 7 Eastwoodmains Road, Giffnock, Glasgow, G46 6BS

## Statutory Declaration

(d) Insert full name and address of person making statement

I (d)

KENNETH CHARLES GILHESPY  
1 RAMSEY LODGE COURT  
ST ALBANS AL13 2LY

\*Delete as applicable

\* concur with the Statement of Affairs of the above Company and I believe that the facts stated in the Statement of Affairs are a full, true and complete statement of the affairs of the company on the date that it entered Administration.

OR

\*concur with the statement of Affairs of the above Company, subject to the following qualifications.

(e) Please list matters in the statement of affairs which you are not in agreement with, or which you consider to be erroneous or misleading, or matters to which you have no direct knowledge and indicate reason for listing them

(e)

and believe that, subject to these qualifications, the facts stated in the statement of affairs are a full, true and complete statement of the affairs of the Company on the date that it entered administration.

I solemnly and sincerely declare that the information provided in this statement is, to the best of my knowledge and belief, true.

AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory declarations Act 1835.

Declared at ST ALBANS

Signed

This 12 day of MARCH 2015

before me James GP

A Notary Public or Justice of the Peace or Solicitor

## Statement of concurrence

Pursuant to paragraph 47 of Schedule B1 to the Insolvency Act 1986 and Rule 2.21(2) of the Insolvency (Scotland) Rules 1986

Name of Company

Maclay Group plc (In Administration)

Company number

SC133543

(a) Insert full name and address of registered office of company to which statement of affairs relates

With regards the Statement of Affairs of

(a) Maclay Group plc (In Administration)

Ernst & Young LLP, G1 Building, 5 George Square, Glasgow, G2 1DY

("the Company").

(b) Insert date statutory declaration on the statement of affairs was made

made on (b) 17 February 2015

(c) Insert full name of person who made the statutory declaration on the statement of affairs being concurred with

by (c) Stephen Gerard Mallon, 7 Eastwoodmains Road, Giffnock, Glasgow, G46 6BS

### Statutory Declaration

(d) Insert full name and address of person making statement

I (d) EDWARD MICHAEL PATRICK JENNY  
WESTSIDEWOOD HOUSE, CARNWATH ML11 8LJ

\*Delete as applicable

\* concur with the Statement of Affairs of the above Company and I believe that the facts stated in the Statement of Affairs are a full, true and complete statement of the affairs of the company on the date that it entered Administration.

OR

\*concur with the statement of Affairs of the above Company, subject to the following qualifications.

(e) Please list matters in the statement of affairs which you are not in agreement with, or which you consider to be erroneous or misleading, or matters to which you have no direct knowledge and indicate reason for listing them

(e)

and believe that, subject to these qualifications, the facts stated in the statement of affairs are a full, true and complete statement of the affairs of the Company on the date that it entered administration.

I solemnly and sincerely declare that the information provided in this statement is, to the best of my knowledge and belief, true,

AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory declarations Act 1835.

Declared at

EDINBURGH

Signed

This

FIFTH

day of

MARCH

2015

before me

Notary Public or Justice of the Peace or Solicitor

ALISON JANE PAUL, NOTARY PUBLIC

# Statement of concurrence

Pursuant to paragraph 47 of Schedule B1 to the Insolvency Act 1986 and Rule 2.21(2) of the Insolvency (Scotland) Rules 1986

Name of Company

Maclay Group plc (In Administration)

Company number

SC133543

(a) Insert full name and address of registered office of company to which statement of affairs relates

With regards the Statement of Affairs of

(a) Maclay Group plc (In Administration)

Ernst & Young LLP, G1 Building, 5 George Square, Glasgow, G2 1DY

("the Company").

(b) Insert date statutory declaration on the statement of affairs was made

made on (b) 17 February 2015

(c) Insert full name of person who made the statutory declaration on the statement of affairs being concurred with

by (c) Stephen Gerard Mallon, 7 Eastwoodmains Road, Giffnock, Glasgow, G46 6BS

## Statutory Declaration

(d) Insert full name and address of person making statement

I (d) PATRICK ANDREW WENTWORTH HOPE JOHNSTONE  
EARL OF ANNANDALE AND HARTFELL

\*Delete as applicable

\* concur with the Statement of Affairs of the above Company and I believe that the facts stated in the Statement of Affairs are a full, true and complete statement of the affairs of the company on the date that it entered Administration.

OR

\*concur with the statement of Affairs of the above Company, subject to the following qualifications.

(e) Please list matters in the statement of affairs which you are not in agreement with, or which you consider to be erroneous or misleading, or matters to which you have no direct knowledge and indicate reason for listing them

(e) I have not seen the Account @ the 23rd of January 2015 and consequently do not have the necessary direct knowledge to concur.

and believe that, subject to these qualifications, the facts stated in the statement of affairs are a full, true and complete statement of the affairs of the Company on the date that it entered administration.

I solemnly and sincerely declare that the information provided in this statement is, to the best of my knowledge and belief, true,

AND I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory declarations Act 1835.

Declared at Dumfries

Signed Annandale

This Ninth day of March 2015

before me Hilary Annandale Grieve

A Notary Public or Justice of the Peace or Solicitor

HILARY ANNANDALE GRIEVE  
14 CASTLE STREET  
DUMFRIES  
DA, DR