

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 1 0 6 0 2 6 4 1

Company name in full Terrafoundry Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Donald Iain

Surname McNaught

3 Liquidator's address

Building name/number 227 West George Street

Street Glasgow

Post town G2 2ND

County/Region

Postcode

Country

4 Liquidator's name ①

Full forename(s)

Surname

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number

Street

Post town

County/Region

Postcode

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



X

Signature date

^d
0

^d
4

^m
0

^m
4

^y
2

^y
0

^y
2

^y
3

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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 **Audrey Alexander**

Company name **Johnston Carmichael LLP**

Address **227 West George Street**

Post town **Glasgow**

County/Region

Postcode **G 2 2 N D**

Country

DX

Telephone **0141 222 5800**



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.



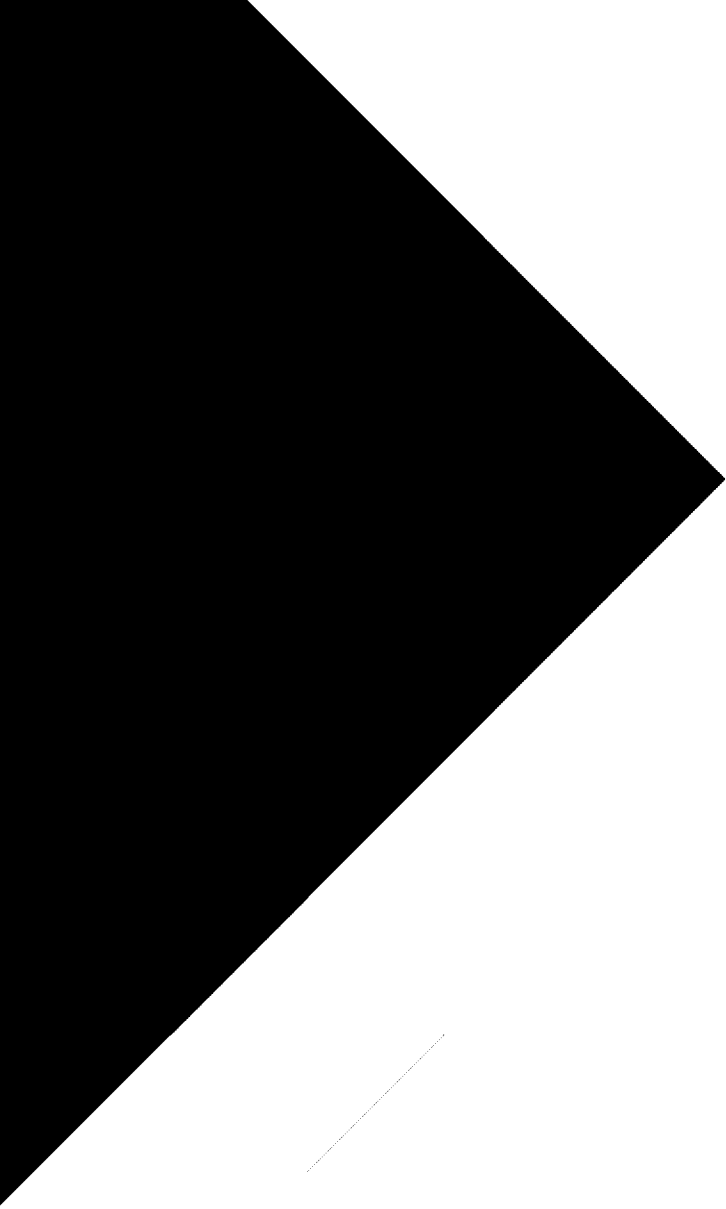
Further information

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

Declaration of Solvency	£	£	£
	COSTS OF REALISATION		
	VAT - Unrecoverable	25.00	(25.00)
127,032.00	ASSET REALISATIONS		
	Cash at Bank	127,022.39	
	Bank Interest Gross	0.51	127,022.90
(3,430.00)	COST OF REALISATIONS		
	Specific Bond	100.00	
	Office Holders Fees	2,625.00	
	Stationery & Postage	20.00	
	Anti-Money Laundering Compliance	100.00	
	Statutory Advertising	182.00	
	Bank Charges	62.35	(3,089.35)
(328.00)	UNSECURED CREDITORS		
	Directors	556.00	(556.00)
	DISTRIBUTIONS		
	Ordinary Shareholders	123,352.55	(123,352.55)
123,274.00			(0.00)
	REPRESENTED BY		
			NIL

Donald McNaught
Liquidator



JOHNSTON
CARMICHAEL

Terrafoundry Limited
(in Members' Voluntary Liquidation)

Liquidator's final progress report
for the period 23 April 2020 to 4 April 2023

Delivered on 04 April 2023

Contents

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2. Introduction
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4. Assets realisations
5. Distributions to member
6. Ethics
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8. Conclusion

Appendix I: Identification details for proceedings

Appendix II: Receipt and Payments

Final Account

I refer to the appointment of Donald McNaught as Liquidator of Terrafoundry Limited on 23 April 2020. I am now in a position to conclude the Liquidation and obtain release as Liquidator.

Accordingly, I now provide my final account, which has been delivered to members in final form and filed with the Registrar of Companies.

Please note that this document reflects the position as at 04 April 2023, the date of filing. It is therefore written on the assumption that there will be no further receipts, payments or other events requiring my attention.

1. Executive Summary

This Final Account summarises the winding-up as a whole ("the Review Period").

My receipts and payments are attached.

2. Introduction

Statutory duties

Donald McNaught was appointed Liquidator of Terrafoundry Limited ("the Company") on 23 April 2020.

The purpose of this Final Account is to summarise the winding-up as a whole and to confirm to members that the Liquidator has been released from office. The Final Account details the acts and dealings of the Liquidator and it should be read in conjunction with previous correspondence to members.

3. Administration and Planning (Including Statutory Reporting)

The Liquidator is required to meet a considerable number of statutory and regulatory obligations. Whilst many of these tasks do not have a direct benefit, they assist in the efficient and compliant progressing of the liquidation, which ensures that the Liquidator and their staff carry out work to high professional standards. The Liquidator has complied with their statutory duties in the period including:

- filing the Declaration of Solvency with the Companies House within 15 days of being appointed;
- filing the resolutions to wind up the Company at Companies House;
- changing the Company's registered office address;
- putting in place specific penalty bond for the liquidation;
- advertising the Liquidator's appointment in The London Gazette;
- submitting a VAT 769 notifying HM Revenue & Customs ("HMRC") of the Liquidator's appointment;
- notifying HMRC's members' voluntary liquidation team of the Liquidator's appointment;
- setting up case files and a record for the liquidation; and
- maintaining appropriate accounting records for the liquidation.

4. Assets realisations

The Receipts and Payments Account for the whole period of the winding-up is attached at Appendix II alongside details of the original declaration of solvency figures for comparison.

All assets of the Company have now been realised. There will be no further asset realisations in the liquidation.

5. Distributions to members

The following distributions were declared in the period:

Date Declared	Amount (£)	Narrative	Name of member
24/04/2020	123,149.39	1 st interim cash distribution	Adam Dean
22/03/2023	203.16	2 nd interim cash distribution	Adam Dean
Total	123,352.55		

6. Ethics

Please also be advised that Liquidator is bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment.

Specialist Advice and Services

When instructing third parties to provide specialist advice and services or having the specialist services provided by the firm, the Liquidator is obligated to ensure that such advice or work is warranted and that the advice or work contracted reflects the best value and service for the work undertaken. The firm reviews annually the specialists available to provide services within each specialist area and the cost of those services to ensure best value. The specialists chosen usually have knowledge specific to the insolvency industry and, where relevant, to matters specific to this insolvency appointment.

7. Costs and expenses

The payments shown on the Receipts and Payments Account at Appendix II are in the main self-explanatory.

Costs

Fixed fee agreed with the Directors and ratified by members.

The members authorised the fee as detailed in the associated receipts and payments account for assisting the directors in placing the Company into Liquidation and with preparing the Declaration of Solvency on 23 April 2020.

In line with the liquidator's original terms of engagement a further, restricted, fee of £150 including VAT has been drawn.

Other expenses

The Receipts and Payments Account attached details other expenses discharged from the estate.

8. Conclusion

Should you have any queries regarding this matter, or the contents of this report, please do not hesitate to contact Audrey Alexander on 0141 222 5800 or by email at audrey.alexander@jcca.co.uk.

The Liquidator has delivered their final account to the Registrar of Companies and they have vacated office as Liquidator. At this time the Liquidator has also been released, meaning they are discharged from all liability both in respect of their acts or omissions in the winding up and otherwise in relation to their conduct as Liquidator.

The Company will be dissolved and cease to exist as a legal entity three months from this date as the Liquidator has delivered their final account to Companies House.



If you have any questions in relation to any matter in this report please feel free to contact my colleague Audrey Alexander by telephone on 0141 222 5800 or by email at audrey.alexander@jcca.co.uk.

Yours faithfully

Donald McNaught
Liquidator

Donald McNaught has been appointed as Liquidator of Terrafoundry Limited. Donald McNaught is licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants of Scotland. The Liquidator may be considered a Data Controller of personal data as defined by GDPR. Personal data may be processed to meet legal and regulatory obligations. Johnston Carmichael LLP will act as Data Processor on the Liquidator's instructions. Personal data will be kept secure and processed only for matters relating to the liquidation. Terrafoundry Limited remains the data controller for personal data processed for purposes that are not related to legal and regulatory obligations. The Liquidator is bound by the Insolvency Code of Ethics when carrying out all work in relation to their appointment. Our Privacy Notice can be found <https://johnstoncarmichael.com/our-privacy-policy#Restructuring>

Appendix I: Identification details for the proceedings

Company name:	Terrafoundry Limited (in Members' Voluntary Liquidation)
Company number:	10602641
Office-holder:	Donald McNaught
Nature of office-holder's appointment:	Liquidator
Date of Liquidator's appointment:	23 April 2020
Details of any changes in the Liquidator:	N/A
Contact details for office-holder:	Johnston Carmichael LLP 227 West George Street, Glasgow, G2 2ND Telephone: 0141 222 5800

Appendix II: Receipts and Payments Account

**Terrafoundry Limited
(In Liquidation)
Liquidator's Summary of Receipts & Payments**

Declaration of Solvency £	From 23/04/2020 To 04/04/2023 £	From 23/04/2020 To 04/04/2023 £
	COSTS OF REALISATION	
	VAT - Unrecoverable	
	25.00	25.00
	(25.00)	(25.00)
	ASSET REALISATIONS	
	Bank Interest Gross	0.51
127,032.00	Cash at Bank	127,022.39
	127,022.90	127,022.90
	COST OF REALISATIONS	
	Anti-Money Laundering Compliance	100.00
	Bank Charges	62.35
(3,430.00)	Office Holders Fees	2,625.00
	Specific Bond	100.00
	Stationery & Postage	20.00
	Statutory Advertising	182.00
	(3,089.35)	(3,089.35)
	UNSECURED CREDITORS	
(328.00)	Directors	556.00
	(556.00)	(556.00)
	DISTRIBUTIONS	
	Ordinary Shareholders	123,352.55
	(123,352.55)	(123,352.55)
123,274.00		
	(0.00)	(0.00)
	REPRESENTED BY	
		NIL

Notes

1. All figures are exclusive of VAT where appropriate.
2. The Receipts and Payments account above shows actual realisations and costs received or paid in the period. It does not account for estimated future realisations or costs.