The Insolvency Act 1986

2.24B

Administrator's progress report

Name of Company

W Eaden Lilley & Co Limited

Company number

00030736

In the

High Court of Justice Companies Court

(full name of court)

Court case number 10352 of 2009

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

Laurence Pagden

Menzies Business Recovery LLP

Lynton House

7-12 Tavistock Square

London WC1H 9LT

administrator(s) of the above company attach a progress report for the period

(b) Insert date

(b) 28 July 2009

(b) 22-April 2014

Signed

From

Administrator

Dated

22 4 2014

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

Laurence Pagden Menzies Business Recovery LLP Lynton House 7-12 Tavistock Square London, WC1H 9LT

Tel 020 7387 5868

DX Exchange

L36DDAZ7 LD2 22/04/2014 #3

COMPANIES HOUSE

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

Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff

W. Eaden Lilley & Co. Limited (In Administration)

High Court of Justice No 10352 of 2009

Final Progress Report of the Administrator Pursuant to Rule 2.110 of the Insolvency Rules 1986

22 April 2014

Name of Administrator:

Laurence Pagden

Menzies Business Recovery LLP

Lynton House

7-12 Tavistock Square

London WC1H 9LT

Date of Appointment:

28 January 2009

Details of any changes in office holder:

Ian Donald Williams (former Joint Administrator)

Appointed 28 January 2009 Retired: 23 November 2011

Report period to:

22 April 2014

Date of creditors' meeting:

11 March 2009

Appointed by:

Directors

Court reference:

High Court of Justice 10352 of 2009

Functions of Joint Administrators:

In accordance with Paragraph 100(2) of Schedule B1 of the Insolvency Act 1986 the functions of the Joint Administrators were being exercised by either of them, at the time when there were two

Administrators in office

Details of any extension to the initial

Period of appointment:

First to 27 July 2010 with consent of creditors. Second to 27 April 2011 with consent of Court Third to 27 April 2012 with consent of Court Fourth to 25 April 2014 with consent of the Court

CONTENTS

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- I Statutory information
- II Summarised receipts and payments account
- III Analysis of Administrators' time costs
- IV Form 2 34B Notice of move from Administration to Creditors' Voluntary Liquidation

If you require any further information please contact: Sarah Lazarou – 020 7387 5868 or slazarou@menziesbr.co.uk

1. INTRODUCTION

- 1 01 Ian Williams and myself were appointed Joint Administrators of W. Eaden Lilley & Co. Limited ('the Company') by the directors of the Company pursuant to paragraph 22 of Schedule B1 of the Insolvency Act 1986 ('the Act') Mr Williams resigned as Administrator on 23 November 2011 in anticipation of his retirement
- 1 02 This report has been prepared in accordance with Rule 2 110 of the Insolvency Rules 1986, to provide creditors with a summary of the Administration of the Company
- 1 03 This report should be read in conjunction with the previous progress reports, the last one of which was dated 24 March 2014

2. BACKGROUND

- 2 01 Statutory information on the Company is included within Appendix I
- A Notice of intention to appoint an Administrator by the Company's directors was filed at the High Court of Justice Companies Court on 23 January 2009 Following the approval of the proposed appointment by the qualifying floating charge holder, Barclays Bank Pic ('Barclays'), the Company was placed into Administration on 28 January 2009
- 2 03 A background to the Joint Administrators' appointment was provided in the initial report dated 3 February 2009

3 CREDITORS' MEETING

- 3 01 A meeting of creditors was held on 11 March 2009 The purpose of the meeting was to consider, and if thought fit, to approve the Administrators' proposals. The proposals were accepted with one modification. A creditors committee was not formed. The following resolutions were passed at the meeting.
 - That the Joint Administrators' proposals be approved (see section 4 below of this report)
 - Under Rule 2 106 of The Insolvency Rules 1986 and in the absence of a Creditors' Committee, the remuneration of the Joint Administrators be fixed by reference to time properly spent by them and their staff in attending to matters arising in the Administration Subject to the Administrators' fees not exceeding the sum of £80,000 without the agreement of any Creditors Committee, or if there is no Committee, by the creditors in a general meeting, in either case by reference to time and rate
 - In accordance with Statement of Insolvency Practice 9, the Joint Administrators be authorised to draw remuneration on account of their time costs as and when funds are available
 - The Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 of the Insolvency Act 1986 immediately upon their appointment ceasing to have effect
- 3 02 On 15 March 2011, creditors resolved that the Joint Administrators' remuneration be increased from £80,000 to £100,000

4. ADMINISTRATORS' PROPOSALS

- 4 01 As previously reported to creditors, the Joint Administrators performed their functions in relation to the Company with the objective set out in Paragraph 3(b) of Schedule B1 of the Act, which was to achieve a better result for creditors as a whole than would be obtained through an immediate Liquidation of the Company, or Paragraph 3(c), which was to realise property in order to make a distribution to the secured or preferential creditors
- 4 02 The Administration would to allow this to be achieved as the Administrators could:
 - i) grant to an independent third party operator of departmental retail store a licence to continue to operate the store in St. Ives for six months,
 - ii) prevent the landlord of the Saffron Waldon store from distraining on the stocks located there, and
 - iii) prevent the landlord of the long leasehold premises in Cambridge, from forfeiting the lease
- 4 03 This would protect assets and increase the realisable value. Accordingly the proposals as approved by the creditors were as follows
 - 1 The Joint Administrators will continue to realise the company's remaining assets
 - The Joint Administrators will investigate and, as appropriate, pursue any claims the company may have
 - The Joint Administrators be authorised to agree the claims of secured, preferential and unsecured creditors, and the costs of doing so shall be met as a cost of the Administration as part of the Joint Administrators' remuneration
 - 4. The Joint Administrators be authorised to distributed funds to the secured and preferential creditors as and when claims are agreed
 - If the Joint Administrators are of the opinion that a distribution will be made to unsecured non-preferential creditors, it is proposed that the Administration will be terminated by the company being placed into Creditors' Voluntary Liquidation. In these circumstances, it is proposed that the Joint Administrators be appointed Joint Liquidators. It should be noted that creditors may nominate different Liquidators provided that the nomination is made after receipt of these proposals but before such proposals are approved. In the absence of such nominations, the Joint Administrators will become the Joint Liquidators.
 - If, having realised the company's assets, the Administrators think that the company has no property which might permit a distribution to its unsecured non-preferential creditors, they will file a notice with the court and the Registrar of Companies for the dissolution of the company

- The creditors may consider establishing a Creditors' Committee, to assist the Administrators, and if such a Committee is formed it will be authorised to sanction the basis of the Joint Administrators' remuneration and any proposed act on the part of the Joint Administrators without the need to report back to creditors generally. This will include making any decision about the most appropriate exit route from the Administration. Such a Committee must comprise representatives of between three and five creditors.
- To approve the remuneration of the Joint Administrators (in the absence of a Creditors Committee) on the basis of time properly spent by them and their staff in attending to matters arising in the Administration. The Joint Administrators be authorised to draw remuneration on account of their timecosts, as and when funds are available.
- 9 The Joint Administrators will be discharged from all liability pursuant to Paragraph 98 of Schedule B1 to the Insolvency Act 1986, in respect of any action by them as Joint Administrators, immediately upon their appointment ceasing to have effect
- 4 04 There were no major amendments or deviations from the above proposals

5. ASSET REALISATIONS

5 01 In the reports of 17 August 2009, 29 December 2009, 22 February 2010, 23 August 2010, 24 February 2011, 16 August 2011, 21 February 2012, 2 August 2012, 22 February 2013, 1 October 2013 and 24 March 2014, the steps taken to realise the assets of the Company were set out in more detail. A summary is as follows

Long leasehold property

- The Company's principle asset and a key element in achieving a return to secured, preferential and/or non preferential creditors, was achieving a sale of the long leasehold warehouse property it owned at 17 Mercers Row in Cambridge
- 5 03 The property was originally built by the Company during the 1980s to act as a store for its stocks. The Company's Bankers, Barclays, held mortgage security on the property for the Company's borrowings.
- 5 04 The Company had been attempting to fund a buyer for the property for some time, but the existence of a sub-tenant who held a protected lease of a substantial part of the ground floor, had restricted interest
- Following the Administration, a number of substantial offers for the premises were received, which in theory would have been sufficient to repay Barclays in full and see a return to other creditors. However, these offers were subject to the use of the premises being changed to a place of worship. Unfortunately, the landlord objected to the proposed change and, despite efforts, these objections could not be overcome.
- I concluded the rent review on the long lease held by the Company with Cambridge City Council, and then finalised the sub-lease with the sitting tenant, Simpers Limited The sum of £169,630 16 was received in respect of rental income during the Administration

W Eaden Lilley & Co Limited Final Report

- The property was extensively marketed over five years and while this generated several other expressions of interest and tentative offers, none of these materialised into sales for the reasons outlined in previous reports. As the Company's long leasehold interest in the property could have been terminated upon the Company entering into liquidation, the administration period was extended once with the consent of creditors, with a further three extensions granted by the Court
- In late 2013 two very similar third party offers were eventually received to purchase the property. After negotiations one party substantially increased their offer to £200,000, which my selling agents (Edward Symonds LLP) recommended accepting. An approach was made to the landlord to ascertain whether they would be prepared to grant a licence to assign to this particular party, to which they agreed. Accordingly contracts for sale were exchanged on 23 December 2013 and, after a short delay for the reason set out in paragraph 5.10 below, the sale was completed on 28 January 2014.
- As mentioned above, the property was subject to a fixed charge in favour of Barclays After the costs of keeping the Administration open to sell the property and selling costs were taken into account, the bank received £154,431 60 under its charge. Unfortunately, given the level of the final offer, this was insufficient to repay the secured creditor (see section 8 below) and there was no surplus from the sale of the premises available for unsecured creditors.
- On the weekend of 18 January 2014, the property was broken into. This is currently the subject of an insurance claim which still needs to be resolved. This will need to be dealt with in the liquidation.

Licence agreement & stock

- In order to maximise realisations of the company's stocks, it was decided to implement a strategy developed immediately prior to the Administration. This involved granting a licence to an independent third party operator of departmental retail stores, Chas J. Townrow & Sons Limited ('Townrow'), to continue to operate the store in St. Ives under licence for six months to sell the stock.
- The stock was effectively sold to this third party for £120,000, broken down as £107,383 relating to stock and £12,617 relating to the licence agreement
- 5 13 The sum of £10,805 71 was received in respect of refunds from stock returned to suppliers
- 5 14 My selling agents, Edward Symmons LLP, advised that had there been a forced sale of the stock on a liquidation, the stock would have realised less than £75,000

Sale of trading name

Townrow and W Eaden Lilley Holdings Limited made sealed bids for the Company's trading name with the latter proving successful having bid £10,250

Furniture & equipment/Fixtures & fittings/Motor vehicle

Agents, Edward Symmons LLP, were instructed to deal with the sale of the Company's chattel assets. Assets of this nature were sold for a total of £7,641 53

Book debts

5 17 The Company's book debts consisted of a number of customer and staff accounts Collections totalled £15,672 35 in this respect

Refunds

5 18 Various miscellaneous refunds were received totalling £28,282 29 in respect of rates, insurance, utilities etc

Cash at Bank

5 19 Cash at bank of £29,465 21 was secured

6. ASSETS TO BE DEALT WITH IN THE LIQUIDATION

6 01 There are no assets to be dealt with in a Liquidation However, there is an insurance claim (See paragraph 5 10 above), which is still being pursued. Following the sale of the long leasehold property there is no reason for the Company to remain in Administration Accordingly, steps are being taken to place the Company into Creditors' Voluntary Liquidation, given the Administration is due to expire shortly and it will not be possible to finalise the claim in the time available (see section 11 below)

7. INVESTIGATIONS

- 7 01 The company's affairs have been investigated and I have complied with my obligations under Section 7(3) of the Company Directors Disqualification Act 1986
- 7 02 No matters were identified which could be pursued with a view to increasing the funds available to creditors

8. CREDITORS' CLAIMS

Secured

- 8 01 Barclays held a legal charge over the company's long leasehold property at Mercers Row, Cambridge which was registered on 13 December 2003 In addition, it holds a fixed and floating charge over all the company's assets, which was registered at Companies House on 7 October 2003
- As at the date of Administration, Barclays were owed approximately £238,000 As mentioned in paragraph 5 09 above, the sum of £154,431 60 has been paid to Barclays under their legal charge Following receipt of the funds, Barclays released their charge There is a shortfall to the bank of over £83,000

Unsecured preferential creditors

8 03 Employee claims for pay arrears (up to £800 per employee) and holiday pay rank preferentially The claims of certain former employees, up to statutory limits, have been paid by the Insolvency Service Redundancy Payments Office The current preferential claims are as follows

£

Employees 1,682 40
Insolvency Service Redundancy Payments Office 20,360 83
22,043,23

8 04 Once these claims have been adjudicated upon by a Liquidator, a dividend will be declared to this class of creditor

Unsecured non preferential creditors

- The company's records disclose unsecured claims of £1,197,921 which includes the pension scheme, directors' loans, rent, VAT, PAYE and ex-employees' claims. Claims received to date total £2,142,201 87, including a provisional claim of £1,800,000 from The Pension Protection Fund
- 8 06 Additional non preferential claims in respect of former employees are currently calculated at £128,855 98

Section 176A of the Insolvency Act 1986

- 8 07 I am obliged to provide an estimate of the prescribed part of the Company's net assets that is available to unsecured non preferential creditors pursuant to the provisions of Section 176A of the Insolvency Act 1986, which applies where a company has granted a floating charge to a creditor after 13 September 2003
- In this case a floating charge was created after this date. However, the value of the prescribed part is now nil, as the level of preferential claims exceed the funds available

9. DIVIDEND PROSPECTS

- 9 01 Based on current information, there will be a dividend to the preferential creditors
- 9 02 As there are insufficient funds to pay preferential creditors in full, there is no prospect of a dividend to non preferential creditors

10. COSTS AND EXPENSES

Administrators' remuneration

10 01 At the meeting of creditors held on 11 March 2009, it was resolved that the then Joint Administrators' remuneration be fixed by reference to the time properly given by them and their staff in attending to matters arising in the Administration, limited to £80,000, subject to review

- 10 02 Subsequently, creditors resolved to raise the cap on these fees to £100,000
- 10 03 The secured creditor, Barclays, agreed that I may also draw remuneration of £20,000 from the sale of the long leasehold property which was subject to their fixed charge Accordingly, a combined total of £130,000 has been drawn in respect of Administrators' remuneration
- The majority of the early work in this case was undertaken by a manager handling the day to day running of the Administration. Subsequently, the Joint Administrators were increasingly involved. Additional assistance has been provided by cashiers dealing with banking and statutory duties, and administrators offering various support duties whose time costs are charged directly to the case (in six minute units).
- 10 05 Set out below are details of the time costs from 28 January 2009 to 22 April 2014

Time costs £	Amount billed £	Amount written off £	Total hours	Average rate per hour £
156,880 83	120,000 00	36,880 83	835 70	187 72

- 10 06 I attach at Appendix II a breakdown of the time costs by work category
- 10 07 In common with all professional firms, scale rates increase from time to time over the period of administration of each insolvency case. Full details of the charge out rates currently charged by my firm as from 1 September 2012 are as follows.

	Rate per hour
	(£)
Partner / Director	315-370
Manager	105-200
Senior	125
Administrator	85-105
Support	50-85

10 08 A Creditors' guide to Administrator's fees is available via the following link:

http://www.menzies.co.uk/en/services/business-recovery/quide-to-fees/

Alternatively, it is available free of charge by contacting Menzies Business Recovery LLP

Disbursements

10 09 The disbursements incurred are shown separately on the receipts and payments account and are self explanatory and represent actual payments made on behalf of the case

10 10 Disbursements which have not yet been reimbursed to my firm total £416 46 and are as follows

	(£)
Travel	241 72
Storage	151 05
Bank charges	16 00
Courier	7 09
I T Support Services	0 60
Total	<u>416.46</u>

10 11 No disbursements have or will be reclaimed which include an element of shared or allocated cost (e.g. photocopying)

Professionals and sub-contractors

- 10 12 Where appropriate, as is customary, professionals were employed to advise in relation to certain matters requiring additional expertise. In this particular case professional valuers, Layer Associates and Edward Symmons LLP, advised me on the disposal and value of the company's physical assets. In addition, solicitors Lawrence Graham and Mills & Reeve have been employed to assist with various legal aspects arising in the Administration.
- 10 13 Robinson Layer LLP were contracted to be paid on a commission basis, whilst Edward Symmons LLP and Mills & Reeve LLP were paid on a time cost basis. The fees paid to these parties during the period since 28 January 2014 in relation to sale of the leasehold, total £6,600 plus VAT to Mills & Reeve LLP and £18,968 40 plus VAT to Edward Symmons LLP
- 10 14 Total fees paid to third parties, inclusive of VAT where not recoverable, is as follows

	£
Robinson Layer LLP	3,150 00
Lawrence Graham LLP	16,916 62
Edward Symmons LLP	30,466 45
Mills & Reeve LLP	<u>44,200 45</u>
Total	<u>94,733.52</u>

10 15 Where appropriate, costs payable from the fixed charged assets were agreed with the secured creditor

Creditors' Rights to Request Information

10 16 Any secured creditor, or an unsecured creditor with the support of at least 5% in value of the unsecured creditors, or any unsecured creditor with the leave of court, may (in writing) request the Joint Administrators to provide additional information regarding remuneration or expenses already supplied within this report. In accordance with Rule 2 47(1)(fa) and 2 48A of the Insolvency Rules, such a request or application for leave must be made within 21 days of receipt of this report.

Creditors' Rights to Challenge Remuneration and/or Expenses

10 17 Any secured creditor, or an unsecured creditor with the support of at least 10% in value of the unsecured creditors or with the permission of the court, may apply to court for one or more orders under Rule 2 109(4) of the Insolvency Rules 1986. In accordance with Rule 2 109, such applications must be made within 8 weeks of receipt of this report.

11. END OF ADMINISTRATION

- 11 01 I am still pursuing an insurance claim in the name of the Company. In addition, there are sufficient funds to enable a dividend to be declared to preferential creditors. As a dividend has not yet been paid to the preferential creditors, and the final extension of the Administration granted by the Court is to expire on 25 April 2014, it is necessary to move the company into Creditors' Voluntary Liquidation.
- 11 02 Accordingly, I have today filed form 2 34B at Companies House, in order to place the Company into Creditors' Voluntary Liquidation. The effective date of Liquidation will be the date the Registrar of Companies registers the form
- 11 03 As no alternative nominations for a proposed Liquidator were received, I will act as Liquidator of the Company

12. CONCLUDING REMARKS

- 12 01 The Company's affairs will continue to be administered by me in my capacity as Liquidator and I will be reporting further to creditors in due course
- 12 02 If you require any further information please contact Sarah Lazarou at the offices of the Liquidator by telephoning 020 7387 5868, by emailing slazarou@menziesbr co uk or by writing to the Liquidator at the address provided above

Laurence Pagger Administrator

APPENDIX I

STATUTORY INFORMATION

Date of Incorporation

31 January 1890

Registered Number

00030736

Company Directors

<u>From</u>

<u>To</u>

William Eaden Lilley

12/07/2001

Present

Patricia Elizabeth Richards

01/05/2001

Present

Previous Names

N/A

<u>From</u>

<u>To</u>

Company Secretary

Patricia Elizabeth Richards

12/07/2001

Present

Shareholders

W Eaden Lilley Holdings Limited

2420 Ordinary shares of £1 each fully issued and paid

Former Trading Address

Saffron Walden, Great Shelford, St Ives

Registered Office

Current

Menzies Business Recovery LLP

Lynton House

7-12 Tavistock Square

London WC1H 9LT

Former

Blackburn House 32a Crouch Street

Colchester CO3 3HH

Charge holders

Barclays Bank Plc

Description Debenture

Charge Status PART of the property or undertaking has

been released from charge Created 23/09/2003 Registered 07/10/2003

Barclays Bank Plc

Description Legal Charge Charge Status Outstanding Created 11/12/2003 Registered 13/12/2003

> W Eaden Lilley & Co Limited Final Report

W EADEN LILLEY & CO LIMITED (IN ADMINISTRATION)

Receipts & Payments Account for the Period 28 January 2009 to 22 April 2014

Raceipts						Fixed charge	Floating charge
Leasehold Property 20,000 00 200,000 00 20,000			to	to	to	to	to
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28/01/2009 to 22/04/2014

Administration and planning	127 20	106 60	31 50	42 40	103 97	411 67	71,735 67	174 26
Creditors	15 70	8 90	0 20	1 00	68 10	94 20	13,501 50	143 33
Investigations	7 60	32 53	3 00	00 0	8 80	51 93	10,115 16	194 78
Realisation of assets	111 30	43 00	4 80	15 80	20 60	225 50	52,755 50	233 95
Special Projects	00 0	00 0	00 0	00 0	00 0	00 0	00 0	NaN
Trading	1 00	40 30	6 50	00 0	4 60	52 40	8,773 00	167 42
Hours	262 80	231 33	46 30	59 20	236 07	835 70		
Charge	86,789 50	36,849 16	4,650 00	6,106 50	22,485 67		156,880 83	

APPENDIX IV	
APPENDIX IV	
Form 2.34B - Notice of move from Administration to Credito	rs' Voluntary Liquidation

The Insolvency Act 1986

Notice of move from administration to creditors' voluntary liquidation

2.34B

Name of Company

W Eaden Lilley & Co Limited

Company number

00030736

In the

High Court of Justice Companies Court

(full name of court)

Court case number 10352 of 2009

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

Menzies Business Recovery LLP

Lynton House

7-12 Tavistock Square

London WC1H 9LT

(b) Insert name and address of the registered office of company

having been appointed administrator of (b) W Eaden Lilley & Co Limited, Lynton House, 7-12 Tavistock Square, London, WC1H 9LT

(c) Insert date of appointment (d) insert name of appointor/applicant (e)Insert name(s) and address(es) of liquidator(s) on (c) 28 January 2009 by (d) The Directors hereby give notice that

the provisions of paragraph 83(1) of Schedule B1 to the Insolvency Act 1986 apply, and it is proposed that (e) Laurence Pagden (IP No 9055), Menzies Business Recovery LLP, Lynton House, 7-12 Tavistock Square, London, WC1H 9LT

will be the Liquidator of the company

I attach a copy of the final progress report

Signed

Laurence Pagden Administrator

Dated

122,4 2014

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

public record

Laurence Pagden
Menzies Business Recovery LLP
Lynton House
7-12 Tavistock Square
London
WC1H 9LT

Tel 020 7387 5868

DX Exchange

Companies House receipt date barcode

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

Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff