

# AM10

## Notice of administrator's progress report



Companies House

TUESDAY



\*AA70ZTCI\*

A07

29/06/2021

#203

COMPANIES HOUSE

### 1 Company details

Company number 02029103

Company name in full Zoom.co.uk Limited

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

### 2 Administrator's name

Full forename(s) Matthew David

Surname Smith

### 3 Administrator's address

Building name/number 60 St Martin's Lane

Street London

Post town WC2N 4JS

County/Region

Postcode

Country

### 4 Administrator's name ①

Full forename(s) Daniel Francis

Surname Butters

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

### 5 Administrator's address ②

Building name/number 60 St Martin's Lane

Street London

Post town WC2N 4JS

County/Region

Postcode

Country

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

# AM10

## Notice of administrator's progress report

### 6 Period of progress report

From date	d	3	d	0	m	1	m	1	y	2	y	0	y	2	y	0
To date	d	2	d	9	m	0	m	5	y	2	y	0	y	2	y	1

### 7 Progress report

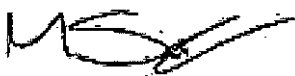
☒ I attach a copy of the progress report

### 8 Sign and date

Administrator's  
signature

Signature

X



X

Signature date	d	2	d	8	m	0	m	6	y	2	y	0	y	2	y	1
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# AM10

## Notice of administrator's progress report



### 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 **Narinder Aheer**

Company name **Teneo Restructuring Ltd**

Address **156 Great Charles Street  
Queensway**

Post town **Birmingham**

County/Region

Postcode **B 3 3 H N**

Country

DX

Telephone **+44 121 619 0120**



### 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)

# Continuation page

## Name and address of insolvency practitioner

✓ **What this form is for**  
Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. Attach this to the relevant form. ❶  
Use extra copies to tell us of additional insolvency practitioners.

✗ **What this form is NOT for**  
You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

→ **Filling in this form**  
Please complete in typescript or in bold black capitals.  
  
All fields are mandatory unless specified or indicated by \*

### 1 Appointment type

Tick to show the nature of the appointment:

- ☒ Administrator
- ☐ Administrative receiver
- ☐ Receiver
- ☐ Manager
- ☐ Nominee
- ☐ Supervisor
- ☐ Liquidator
- ☐ Provisional liquidator

❶ You can use this continuation page with the following forms:  
 - VAM1, VAM2, VAM3, VAM4, VAM6, VAM7  
 - CVA1, CVA3, CVA4  
 - AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25  
 - REC1, REC2, REC3  
 - LIQ2, LIQ3, LIQ05, LIQ13, LIQ14, WU07, WU15  
 - COM1, COM2, COM3, COM4  
 - NDISC

### 2 Insolvency practitioner's name

Full forename(s) Gavin  
Surname Maher

### 3 Insolvency practitioner's address

Building name/number 60 St Martin's Lane  
Street London  
Post town WC2N 4JS  
County/Region  
Postcode  
Country

# **Arcadia Group Brands Limited (“AGB”) Zoom.co.uk Limited (“Zoom”) (both in administration) (“the Companies”)**






Progress report to creditors for the period 30 November 2020 to 29 May 2021 pursuant to rules 18.2 to 18.6  
inclusive of the Insolvency (England & Wales) Rules 2016 (“the Rules”)

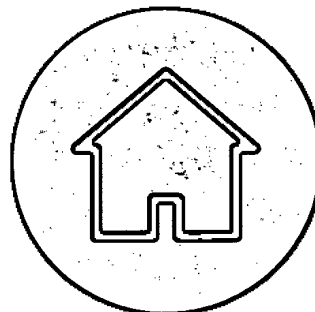
29 June 2021

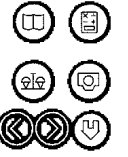
Matthew David Smith, Daniel Francis Butters and Gavin Maher (“the Joint Administrators”) were appointed Joint Administrators of Arcadia Group Brands Limited and Zoom.co.uk Limited (“the Companies”) on 30 November 2020 by The High Court Of Justice. The affairs, business and property of the Companies are managed by the Joint Administrators. The Joint Administrators act as agents of the Companies and contract without personal liability. All licensed Insolvency Practitioners of Teneo Restructuring Limited (“Teneo”) are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

For the purposes of paragraph 100(2) of Schedule B1 of the Insolvency Act 1986 (as amended), (“the Act”), the Joint Administrators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

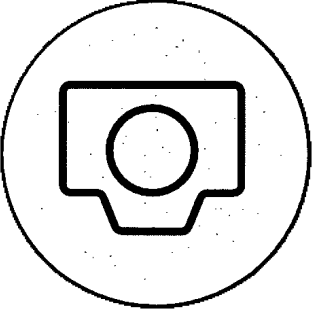
Council Regulation (EU) No 2015/848 applies and these are the main proceedings as defined in Article 3(1) of that regulation.

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Key messages 



## Key messages

## Joint Administrators of the Companies

Matthew David Smith

Daniel Francis Butters

Gavin Maher

Teneo Restructuring  
156 Great Charles Street,  
Queensway  
Birmingham  
B3 3HN

## Contact details

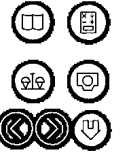
Email: [arcadiacreditors@teneo.com](mailto:arcadiacreditors@teneo.com)

[www.ips-docs.com](http://www.ips-docs.com)

Tel: 0808 178 2848



Commentary	
Purpose of administrations	<ul style="list-style-type: none"><li>The purpose of the administrations is to achieve a better result for the Companies' creditors as a whole than liquidations.</li></ul>
Important Notice re Administrator's Contact Details	<ul style="list-style-type: none"><li>On 29 May 2021 the UK Restructuring Practice of Deloitte LLP was sold to Teneo Restructuring Limited (the "Transaction"). The majority of live insolvency appointments, including these administration appointments were transferred to Teneo Restructuring Limited ("Teneo") with their respective officeholders and case teams, as part of the Transaction. Please also note that our Teneo contact details are provided on the left hand column of this page.</li></ul>
Progress of administrations	<ul style="list-style-type: none"><li>Sale of AGB's partial entitlement to the Evans brand for £200k. Please see page 5 for further details.</li><li>Cash at bank of £851k realised in Zoom. Please see page 6 for further details.</li><li>Collection of £21.8m trading receipts in Zoom which were subsequently transferred to Arcadia Group Limited ("AGL") in line with the Group's trading arrangements.</li></ul>
Costs	<ul style="list-style-type: none"><li>We intend to fix the basis of our remuneration as set out in our proposals and in the remuneration section of this report. Please see page 16.</li><li>We have incurred disbursements of £18,571 in AGB and of £11,789 in Zoom in the report period. Please see page 19 for further details.</li><li>Third party costs and expenses of £32,351 have been incurred in AGB and of £28,351 in Zoom in the report period. Please see page 9 for further details.</li></ul>
Outstanding matters	<ul style="list-style-type: none"><li>Finalise Zoom's unsecured inter-company position with AGL.</li><li>Prepare for and make distributions to the unsecured creditors in the Companies.</li><li>Pay a shareholder's distribution to AGL from AGB should sufficient funds be available subject to sufficient funds being available after settling unsecured creditors' claims plus statutory interest.</li><li>Finalise statutory closing procedures.</li></ul>
Dividend prospects	<ul style="list-style-type: none"><li>There are no secured creditors in either Company.</li><li>The Companies had no employees and we do not anticipate any preferential creditors' claims.</li><li>Unsecured creditors will receive a dividend in both Companies, however the quantum of this is not yet certain.</li><li>AGB's shareholder, AGL, may receive a shareholder's distribution subject to sufficient funds being available after settling unsecured creditors' claims plus statutory interest.</li></ul>
Extension to administration period	<ul style="list-style-type: none"><li>We do not intend to request an extension to the period of the administrations and intend to move the Companies to liquidation by the anniversary of the administrations. Please see page 14 for further details.</li></ul>



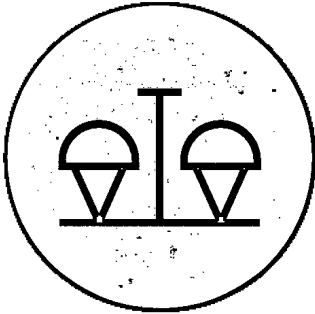
Progress of the administrations 

Summary

Receipts and payments

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6



## Progress of the administrations Summary



### Work done during the report period

#### Background

Arcadia Group Limited ("AGL") and its subsidiaries ("the Group") operated as a fast fashion retailer across a number of well known brands. The Group's trade was largely conducted through a number of brand operating companies with centralised functions being undertaken by AGL and property ownership entities.

AGB was previously the principal trading company for a number of the Group's brands, but this role was transferred to the relevant Group trading entities as part of an internal restructuring between 2012 and 2014. AGB was a wholly owned subsidiary of AGL and was reliant on AGL to satisfy its obligations under contracts on its behalf. AGB also owned certain intellectual property assets relevant to the operating company brands, one of these was the Evans brand.

Zoom provided services to AGL and other Group entities including: facilitating recharges for digital services which AGL provides to other Group entities; retaining postage and packaging costs paid by digital consumers across the Group; and paying for digital software used across the Group.

#### Intellectual Property – AGB

An interested party in the Evans brand, City Chic Collective ("CCX"), had been in discussions with Arcadia senior management for 3 months prior to the administration appointment. On 28 November CCX made an offer of £27.2m cash for the acquisition of the Evans's brand, IP and stock for the digital and wholesale channels on a solvent basis. Retail channel (including stock and stores) was not part of the offer perimeter.

The Special Situations team engaged with CCX following the administration appointment and progressed their due diligence requirements. This workstream occurred in parallel with other potential purchasers with an interest in the Evans business.

However, on 16 December 2020, following their due diligence CCX reduced their offer price from £27.2m to £23.1m to reflect their perception of some additional risks in the APA/ TSA agreements (i.e. terms of administrators), together with the commercial terms of the TSA and their views on the quality of the franchise channel.

This revised offer was subject to the completion of the proposed transaction by the weekend of 19/20 December 2020 (i.e. prior to the deadline for Phase One bids in the Sale of Business process on 21 December 2020), failing which CCX would then consider further reducing their offer. The value and any subsequent offer would very likely be at a materially lower level.

Given this feedback, the Joint Administrators engaged in a series of all-parties calls with CCX and their advisors during on 16 – 18 December 2020 in order to progress the final phase of negotiations of the offer and legal documentation.

On 18 December 2020, an offer for the brand, IP and stock for the digital channel of Evans was received from another bidder in the Phase One process for cash consideration of £8m plus 20p in £1 for stock at completion (Headline price of £8.9m based on stock at 30 November 2020). No other offers were received.

Based on their evaluation of the above considerations, the Administrators concluded the following:

The revised offer from CCX of £23.1m was considered to be a premium value for the Evans business and assets based on implied valuation multiples, comparative liquidation value analysis and the alternative bid for the Evans assets;

The Administrators had been able to progress the interest from CCX without the requirement to grant exclusivity and/or preferred bidder status to CCX at any stage. This had enabled the progression of the Sale of Business process in parallel to the engagement with CCX.

CCX had clearly indicated that if their final offer was not transacted by the weekend of 19/20 December 2020, CCX would then reconsider their offer value and any subsequent offer would very likely be at a materially lower level.

While several parties in the Sale of Business process had expressed interest in Evans, the feedback from key bidders evaluating a potential offer for a package of brands was that the Evans business did not represent a critical part of any potential package.

## Progress of the administrations Summary

### Work done during the report period

#### Intellectual Property – AGB (continued)

As a result the Administrators decided to complete the transaction with CCX based on the offer value of £23.1m. Contracts were exchanged on 18 December 2020 and the transaction completed on 23 December 2020.

#### City Chic sale agreement apportionment by legal entity

£m	Intangibles	Stock	Total
<i>Receipts to date:</i>			
Arcadia Group Limited	5.0	-	5.0
Evans Retail Limited	15.7	1.9	17.6
Arcadia Group Brands Limited	0.2	-	0.2
<b>Total Receipts</b>	<b>20.9</b>	<b>1.9</b>	<b>22.8</b>
<i>Outstanding receipts:</i>			
Deferred contingent consideration			0.3
<b>Total sale agreement value</b>			<b>23.1</b>

\* Deferred consideration due after 6 months following completion of transaction.



## Progress of the administrations Summary

### Work done during the report period

Receipts and payments accounts for AGB and Zoom detailing asset realisations achieved and costs paid up to 29 May 2021 for each company are provided on pages 9 and 10.

As mentioned previously, AGL operates the treasury, shared services and cash pool functions across the Group (excluding cash for TSTM). These operations have continued during the administrations, with the majority of trading transactions and cash flowing through AGL. A regular reconciliation exercise is undertaken in conjunction with the Group's staff to determine the appropriate allocation of these shared costs across the Group. Consequently, our receipts and payments accounts on pages 9 and 10 do not reflect the recharge of costs from AGL.

#### Cash at bank

Zoom's statement of affairs showed cash at bank with a balance of £1.3m. After setting off an overdraft of £438k the net balance of c.£851k has been transferred to the Administration bank account. There are no further funds to realise from this source.

#### Operating company receipts

Historically, cash from sales made by the Group's operating companies through merchant services providers was directed to Zoom before being transferred to AGL, the Group's treasury entity. This has continued during the period and c.£21.8m has been received by Zoom and subsequently transferred to AGL.

### Intangible Assets

Zoom's statement of affairs show intellectual property with a book value of £5.7m and an estimated to realise value of £nil. The Joint Administrators have not identified any intellectual property held by Zoom that has a realisable value and do not expect to make any realisation from this source.

#### Recharges

Zoom may be entitled to receive recharges for digital services provided to certain of the Group Companies during the trading period of the administrations. However as Zoom's major creditor is AGL and its other creditor is HMRC who will be repaid in full from other administrations within the Group there may be no commercial benefit to creditors in processing these recharges.

#### Fixtures and Fittings

Zoom's statement of affairs showed fixtures and fittings with a book value of £227k which were estimated to realise £Nil. No realisations have been made and the Joint Administrators do not expect any realisations to be made from this asset.

#### Investments

AGB's statement of affairs shows investments with a book value of £350m and an estimated to realise value of £nil. These investments relate to AGB's shareholdings in the TopShop/TopMan companies which form part of the Group. The Joint Administrators do not anticipate that any value will be realised from AGB's shareholdings given the insolvency of these entities.



## Progress of the administrations Summary

### Work done during the report period

#### Statutory tasks

During the period we have carried out the following tasks which primarily relate to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- Case set-up and management actions, including updating the creditor portal for the cases, filing and regular diary reviews to ensure compliance matters are dealt with accordingly;
- Statutory reporting, including the preparation of the Proposals;
- Appointment notifications, including notifying the relevant parties of the appointment;
- Confidential reports to the Insolvency Service on the directors' conduct;
- Cashiering functions, including the preparation of monthly bank account reconciliations and various payments and receipts; and
- Interaction with HM Revenue & Customs in respect of VAT and Corporation Tax matters.

These tasks are a necessary part of the engagement but do not generate any direct financial benefit for creditors.

### Director Conduct Reports

We have complied with our statutory duty to report on the conduct of the Companies' directors and submitted our confidential reports to the Insolvency Service for the Companies on 26 February 2021.

#### Investigations

We have reviewed the information available to assess whether there are any matters that might lead to a recovery for the benefit of creditors, such as potential claims that may be brought against parties either connected to or who have had past dealings with the Company.

Having completed this review, no further avenues of recovery have been identified.

If you have any information that you feel should be brought to our attention, please contact us in writing using the contact details on the cover page.



## Progress of the administrations

### Summary

#### Third party costs incurred during the report period

Third party costs incurred during the report period are set out below.

##### Professional costs - Legal

Freshfields Bruckhaus Deringer LLP ("Freshfields")

- Costs of application and appointment:
  - Freshfields were instructed to assist in planning for the administrations and to undertake formalities of the administration appointments in relation to the Company and the wider Group, including but not limited to: drafting and preparation of Court documents and notices; Court attendance; and advice on timings and procedural aspects of appointments.
  - In respect of this work, Freshfields have billed £24,925 plus disbursements of £3,425 in each of the Administration Companies. The Court ordered that costs relating to the administrations applications be paid as an expense of the administrations and these costs have been paid.

Freshfields are the principal legal advisors for the Administration Companies and the Joint Administrators. Their workstreams to date include but are not limited to procedural appointment preparation and formalities, general insolvency, sale of business, properties, stock, contracts and litigation.

- Freshfields have billed discounted costs for the report period of c.£4k in respect of AGB. This is lower than stated in the proposals owing to reallocation of costs to other Group administration companies. No costs have been incurred or billed in respect of Zoom.
- No costs have been paid in the report period.



## Progress of the administrations

### Receipts and payments

#### Arcadia Group Brands Limited

#### Arcadia Group Brands Limited - In Administration Joint Administrators' Receipts and Payments Account 30 November 2020 to 29 May 2021

£	Notes	SoA	To date
<b>Receipts</b>			
<i>Sale of Business - Intangibles:</i>			
CCX	-		200,000
ASOS	-		3
Bank Interest Gross	-		8
<b>Total receipts</b>			<b>200,011</b>
<b>Payments</b>			
			-
<b>Total payments</b>			<b>-</b>
<b>Balance</b>			<b>200,011</b>
<b>Made up as follows:</b>			
Interest Bearing Bank Account			200,011
<b>Balance in hand</b>			<b>200,011</b>

#### Notes to receipts and payments accounts

A receipts and payments account is provided opposite detailing the transactions for the entire period of our appointment being 30 November 2020 to 29 May 2021.

##### 1 - Bank interest

All funds are held in an interest bearing account. The associated corporation tax on interest received will be accounted for to HMRC.

##### Rounding note

In preparing these reports, figures have been rounded (for presentational purposes only). There may therefore appear to be rounding errors.



## Progress of the administrations

### Receipts and payments

#### Zoom.co.uk Limited

#### Zoom.co.uk Limited - In Administration Joint Administrators' Receipts and Payments Account 30 November 2020 to 29 May 2021

£	Notes	SoA	To date
<b>Receipts</b>			
Cash at Bank at Appointment		1,290,000	851,237
Bank Interest Gross	1	-	368
Opco Receipts		-	21,811,786
<b>Total receipts</b>		<b>1,290,000</b>	<b>22,663,391</b>
<b>Payments</b>			
Transfer of Opco Receipts			(21,811,786)
<b>Total payments</b>			<b>(21,811,786)</b>
<b>Balance</b>			<b>851,605</b>
<b>Made up as follows:</b>			
Interest Bearing Bank Account	1		851,605
<b>Balance in hand</b>			<b>851,605</b>

A receipts and payments account is provided opposite detailing the transactions during the report period and also cumulatively for the entire period of our appointment on 30 November 2020 to 29 May 2021.

#### Notes to receipts and payments accounts

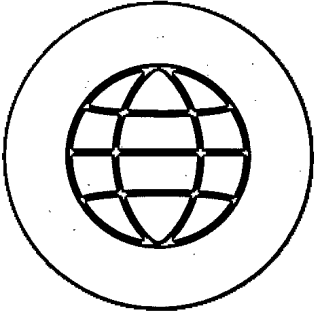
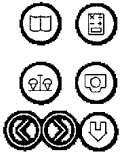
##### 1 – Bank interest


All funds are held in an interest bearing account. The associated corporation tax on interest received will be accounted for to HMRC.

##### Rounding note

In preparing these reports, figures have been rounded (for presentational purposes only). There may therefore appear to be rounding errors.





Information for creditors 

Outcome

## Information for creditors Outcome

### Outcome for creditors

#### Secured creditors

At the date of our appointment the Companies had no secured creditors.

#### Preferential creditors

As the Companies had no employees, we do not anticipate any preferential creditor claims.

#### Unsecured creditors

##### Zoom & AGB

According to the Companies' records, the Companies are members of the Group's VAT registration and accordingly we expect them to be jointly and severally liable for HMRC's claim which is currently estimated at c.£26m.

##### Zoom

Zoom owes £12.7m to AGI as an unsecured balance.

##### AGB

In our proposals we stated that for AGB, the only known unsecured creditor relates to a £350m intercompany loan from GE Investors Jersey (No.2) Limited ("Jersey"). Jersey is a wholly owned dormant subsidiary of AGB which is expected to enter a solvent liquidation process. Any distribution to Jersey in respect of its unsecured claim against AGB will be distributed back to AGB as the shareholder less the costs of liquidation.

Accordingly, there may be surplus funds available to distribute to AGB's shareholder. We cannot estimate the rate of the distribution per share at this time. Please note that this outcome is subject to change and is dependent upon all of AGB's creditors (in the event that more creditors than HMRC come to light) being repaid in full with statutory interest.

#### Prescribed Part

As detailed in the Proposals, as there are no secured creditors the Prescribed Part provisions will not apply to these cases.

### Claims process

#### Creditors with debts of £1,000 or less

You do not need to prove your debt for dividend purposes if the amount you are owed, according to the Companies' statements of affairs, is £1,000 or less. Instead, we will notify you if funds become available for dividend purposes and provide you with details of the amount at which your claim has been admitted. If you disagree with that amount, you will be provided with an opportunity to notify us of the correct amount.

Please note that should you wish to vote in a decision procedure, you will then need to submit a proof of claim to us.

#### Creditors with debts of more than £1,000

Unsecured creditors with claims of more than £1,000 are invited to submit their claims to us either directly via the case website at [www.ips-docs.com](http://www.ips-docs.com) or by downloading and completing a proof of debt form from the case website and which should be sent to the address on the cover page. Alternatively, a hard copy proof of debt form will be provided free of charge on request.



Information for  
creditors  
Outcome

**Extensions to the administrations**

We do not intend to request an extension to the period of the administrations and will finalise any outstanding matters in the subsequent creditors' voluntary liquidations.

**Exit**

As detailed in our Proposals, we consider that a move to creditors' voluntary liquidation to be the most appropriate exit route from the administrations liquidation to enable dividends to be paid to unsecured creditors.

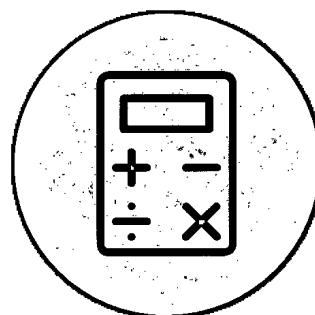




## Remuneration and expenses

Joint Administrators' remuneration

16



## Remuneration and expenses

### Joint Administrators' remuneration

#### Joint Administrators' remuneration

"A Creditors' Guide to Remuneration" is available for download at [www.ips-docs.com](http://www.ips-docs.com).

Should you require a paper copy, please send your request in writing to us at the address on the cover page and this will be provided to you at no cost.

#### Basis of remuneration

The basis of our remuneration has not yet been fixed due to the complexities regarding the outcome for the various creditors of each company.

Accordingly, we intend to hold decision procedures to fix the basis of our remuneration on a time costs basis, which we anticipate will be done in the next report period.

#### Fees drawn to date

##### Time Costs

No fees have been drawn to date as we do not yet have fee approval.

##### Time costs - analysis of actual against budget

Please refer to pages 16 and 17 where we have updated the Fees Estimates to provide details of our actual time costs for the period of the report which are also summarised here:

##### AGB

Our total time costs to date are £95,218 made up of 207.4 hours at a blended charge out rate of £459 per hour across all grades of staff.

##### Time costs within budget - excess fee unlikely

Our time costs to date are broadly in line with expectations and we do not anticipate that we will seek to draw a fee greater than £214,985 as provided in our Fees Estimate.

##### Zoom

Our total time costs to date are £108,903 made up of 144.7 hours at a blended charge out rate of £753 per hour across all grades of staff.

##### Time costs within budget - excess fee unlikely

Our time costs to date are broadly in line with expectations and we do not anticipate that we will seek to draw a fee greater than £208,250 as provided in our Fees Estimate.



## Arcadia Group Brands Limited

### Estimate and Joint Administrators' time costs for the period of the report and for the entire period of the appointment

All partners and technical staff (including cashiers) assigned to the case recorded their time spent working on the case on a computerised time recording system. Time spent by secretarial staff working on the assignment has not been recorded or recovered. The appropriate staff have been assigned to work on each aspect of the case based upon their seniority and experience, having regard to the complexity of the relevant work, the financial value of the assets being realised and/or claims agreed.

Activity		Anticipated Time and Costs per Fees			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	15.6	630	9,828	3.0	300	900
	Case supervision	29.1	599	17,442	6.4	486	3,110
	Case reviews	8.4	512	4,302	-	-	-
	Case closure matters	8.5	554	4,705	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	585	5,616	5.1	552	2,786
	Insurance	11.5	638	7,335	0.1	800	80
	General reporting	37.3	621	23,180	19.3	618	11,894
	Regulatory & other legislation	2.4	585	1,404	-	-	-
	Court applications	10.5	788	8,278	-	-	-
Initial actions	Appointment matters	0.1	800	80	0.1	800	80
	Notifications	7.7	700	5,391	3.8	645	2,450
Investigations	CDDA reporting	18.0	548	9,860	8.2	469	3,844
	Investigations	8.5	601	5,105	0.2	648	130
Total of above categories		167.2	613	102,528	46.1	548	25,273
Taxation	Tax	22.7	679	15,372	-	-	-
	VAT	24.5	735	17,993	0.5	800	400
Asset realisations	Book debts	13.0	773	10,055	2.4	1,070	2,568
	Other assets	40.0	644	25,750	-	-	-
Trading	Day 1 control of trading	0.1	800	80	0.1	800	80
	Ongoing trading	27.0	674	18,200	21.6	746	16,081
	Monitoring trading	12.0	758	9,090	1.8	495	866
	Closure of trade	9.0	687	6,180	-	-	-
Correspondence	Creditors	-	-	-	135.0	370	49,950
	Shareholders	2.0	495	990	-	-	-
Distributions	Unsecured creditors	19.0	461	8,750	-	-	-
Total fees estimate		336.5	639	214,985	207.4	459	95,218



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**Fees Estimate and Joint Administrators' time costs for the period of the report and for the entire period of the appointment** All partners and technical staff (including cashiers) assigned to the case recorded their time spent working on the case on a computerised time recording system. Time spent by secretarial staff working on the assignment has not been recorded or recovered. The appropriate staff have been assigned to work on each aspect of the case based upon their seniority and experience, having regard to the complexity of the relevant work, the financial value of the assets being realised and/or claims agreed.

Activity		Anticipated Time and Costs per Fees			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	15.6	630	9,828	16.9	784	13,249
	Case supervision	29.1	599	17,442	6.2	775	4,808
	Case review s	8.4	512	4,302	-	-	-
	Case closure matters	8.5	554	4,705	-	-	-
Statutory & compliance	Compliance & IPS diary	10.3	582	6,017	5.0	537	2,659
	Insurance	6.2	686	4,254	0.7	800	560
	General reporting	42.0	600	25,220	18.9	614	11,574
	Regulatory & other legislation	3.2	639	2,044	-	-	-
	Court applications	5.3	788	4,139	-	-	-
Initial actions	Appointment matters	0.1	800	80	0.1	800	80
	Notifications	7.7	700	5,391	3.8	645	2,450
Investigations	CDDA reporting	18.0	548	9,860	6.2	548	3,400
	Investigations	8.5	601	5,105	0.4	395	158
Total of above categories		162.9	604	98,387	58.1	670	38,937
Taxation	Tax	22.7	679	15,372	-	-	-
	VAT	24.5	735	17,993	0.5	800	400
Asset realisations	Book debts	40.0	644	25,750	-	-	-
	Other assets	16.0	639	10,230	1.5	1,025	1,538
Trading	Day 1 control of trading	0.1	800	80	0.1	800	80
	Ongoing trading	27.0	674	18,200	82.5	804	66,294
	Monitoring trading	12.0	758	9,090	-	-	-
	Closure of trade	9.0	687	6,180	0.5	1,025	513
Correspondence	Creditors	0.3	495	149	1.5	762	1,143
	Shareholders	0.1	495	50	-	-	-
Distributions	Unsecured creditors	9.0	752	6,770	-	-	-
Total fees estimate		323.5	644	208,250	144.7	753	108,903

## Remuneration and expenses

### Detailed information

#### Category 1 Disbursements

These are payments made by us direct to third parties and for which no approval is required.

#### Category 2 Disbursements

These are costs and expenses initially paid by us and which are not generally made to a third party, for example, reimbursement to staff engaged on the case for their mileage costs. These may also include shared or allocated costs.

#### Joint Administrators' Disbursements

Details of all disbursements are given below and from which it can be seen that we have not yet recovered any disbursements.

##### Zoom Category 1 disbursements

£ (net)	Estimated	Incurred to date	Unpaid
Specific Penalty Bond	230	30	30
<b>Total</b>	<b>230</b>	<b>30</b>	<b>30</b>

##### AGB Category 1 disbursements

£ (net)	Estimated	Incurred to date	Unpaid
Specific Penalty Bond	230	30	30
<b>Total</b>	<b>230</b>	<b>30</b>	<b>30</b>

#### Category 2 Disbursements

Specific approval is required before these costs and expenses can be drawn from the administration estate. The approval will be sought in the next report period.

##### Zoom Category 2 disbursements

£ (net)	Estimate	Revised Estimate	Incurred to date	Unpaid
Deloitte Ireland	49,000	11,759	11,759	11,759
Mileage	500	-	-	-
<b>Total</b>	<b>49,500</b>	<b>11,759</b>	<b>11,759</b>	<b>11,759</b>

##### AGB Category 2 disbursements

£ (net)	Estimate	Revised Estimate	Incurred to date	Unpaid
Deloitte Ireland	29,000	18,541	18,541	18,541
Mileage	500	-	-	-
<b>Total</b>	<b>29,500</b>	<b>18,541</b>	<b>18,541</b>	<b>18,541</b>

Mileage is calculated at Teneo at the time when the mileage is incurred.

The mileage estimates above are a provision for mileage expenses which may be incurred by staff engaged on the cases. The duration and nature of lockdown measures in response to the COVID-19 pandemic will impact actual mileage expenses incurred.

As indicated in our proposals, we engaged the services of Deloitte Ireland to assist with undertaking work in connection with preparation of appointment notifications and related matters. The costs of Deloitte Ireland in this regard have been reported as disbursements as they were then, (i.e. prior to 29 May 2021 when the UK Restructuring Practice of Deloitte LLP was sold to Teneo) an internal service delivery team. We will therefore seek approval from creditors before making payment to Deloitte Ireland in relation to these costs (which are no longer on going) and this will be done as part of the decision procedure discussed on page 16.

#### Deloitte Ireland Charge our Rates

Grade	Rate (£ / hour)
Assistant Manager	340
Associate	180
Analyst	160
Administrator	90



## Remuneration and expenses

### Detailed information

#### Creditors' right to request information

Any secured creditor or unsecured creditor (with the support of at least 5% in value of the unsecured creditors or with leave of the Court) may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

#### Creditors' right to challenge remuneration and/or expenses

Any secured creditor or unsecured creditor (with the support of at least 10% in value of the unsecured creditors or with leave of the Court) may apply to the Court for one or more orders (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within eight weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34(3) of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.





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Teneo Restructuring Limited is registered in England & Wales with registered number 13192958 and its registered office at 5th Floor, 6 More London Place London, SE1 2DA, United Kingdom

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