

AM23

Notice of move from administration to dissolution



Companies House

MONDAY



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23/09/2019

#136

COMPANIES HOUSE

1 Company details

Company number 0 7 0 0 7 1 4 5

Company name in full Aberdeen Berry Street Centre Limited

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

2 Court details

Court name In the High Court of Justice, Business and Property Courts of
England and Wales, Insolvency and Companies List (ChD)

Court number C R - 2 0 1 9 0 0 0 2 8 2 9

3 Administrator's name

Full forename(s) Alastair Paul

Surname Beveridge

4 Administrator's address

Building name/number AlixPartners UK LLP

Street 6 New Street Square

Post town London

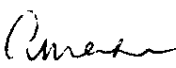
County/Region

Postcode E C 4 A 3 B F

Country

AM23

Notice of move from administration to dissolution

5	Administrator's name ①		
Full forename(s)	Catherine Mary		① Other administrator Use this section to tell us about another administrator.
Surname	Williamson		
6	Administrator's address ②		
Building name/number	AlixPartners UK LLP		② Other administrator Use this section to tell us about another administrator.
Street	The Zenith Building		
	26 Spring Gardens		
Post town	Manchester		
County/Region			
Postcode	M 2 1 A B		
Country			
7	Final progress report		
<input checked="" type="checkbox"/> I have attached a copy of the final progress report			
8	Sign and date		
Administrator's signature	Signature X  X		
Signature date	d 20 m 09 y 2019		

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. ^①
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

① 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) Deborah Jane
Surname King

3 Insolvency practitioner's address

Building name/number AlixPartners
Street 6 New Street Square
Post town London
County/Region
Postcode E C 4 A 3 B F
Country

AM23

Notice of move from administration to dissolution



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 **Abhay Kapoor**

Company name **AlixPartners UK LLP**

Address **The Zenith Building**

26 Spring Gardens

Post town **Manchester**

County/Region

Postcode **M 2 1 A B**

Country

DX

Telephone **0161 838 4500**



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

Administrators' Final Progress Report for the period 8 May 2019 to 13 September 2019

Aberdeen Berry Street Centre Limited
In Administration

20 September 2019

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Appendix C.	Administrators' fees and pre-administration costs
Appendix D.	Administrators' expenses and disbursements
Appendix E.	Additional information in relation to the Administrators' fees

AlixPartners
The Zenith Building
26 Spring Gardens
Manchester M2 1AB

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1. Why this report has been prepared

- 1.1 As you will be aware, Alastair Beveridge, Deborah King and Catherine Williamson (the **Administrators**) were appointed on 8 May 2019.
- 1.2 In accordance with UK insolvency legislation, an administrator is required to provide a progress report covering the period of six months commencing on the date on which a company entered into administration and every subsequent period of six months or earlier if the administration has been finalised. This progress report covers the period 8 May 2019 to 13 September 2019 (the **Period**) and should be read in conjunction with the Administrators' Statement of Proposals dated 6 June 2019 (the **Proposals**).
- 1.3 This report has been prepared in accordance with rule 18.2 of the Insolvency (England and Wales) Rules 2016.
- 1.4 All matters in this Administration have now been finalised and the purpose of this report is to provide a final update on the progress of the Administration, including details of assets realised during the Period, information regarding the Administrators' fees and the outcome for each class of creditor. For details of the exit route please see section 8.
- 1.5 Details of the Administrators' fees and disbursements incurred are provided at Appendices C to E.
- 1.6 More information relating to the Administration process, Administrators' fees and creditors' rights can be found on AlixPartners' creditor portal (<https://www.alixpartnersinfoportal.com>). Login details to access this information can be found within the covering letter you have received.
- 1.7 If you require a hard copy of this report, or have any queries in relation to its contents or the Administration generally, please contact Michael Rabbitte on 0161 838 4511, by email at creditorreports@alixpartners.com, or write to the offices of AlixPartners at The Zenith Building, 26 Spring Gardens, Manchester, M2 1AB.

2. Summary of information for creditors

Dividend distributions

Description	Agreed debt £	Level of return £
Secured creditor	1,219,750	40,333
Preferential creditors	-	N/A
Unsecured creditors	233,476	5.9 pence in the pound

Notes:

Secured creditor – Pathway Finance S.à.r.l

The Company granted a legal charge, including a floating charge, to Pathway Finance S.à.r.l (**Pathway**), the secured creditor, on 14 September 2015. Pathway was owed approximately £1.2 million (excluding accrued interest and charges) under its security.

Pathway has received a distribution of £40,333 following payment of the deferred consideration, which is discussed further at paragraph 4.8.

Preferential creditors

There were no preferential claims as the Company did not have any employees.

Unsecured creditors

On 11 September 2019, the Administrators declared and distributed a first and final dividend to unsecured creditors, distributing funds totalling £13,833. The directors' Statement of Affairs (**SoA**) estimated that the debt owed to unsecured creditors would total £452,000, however the final level of claims received and agreed was £233,476. The Administrators' first and final dividend was 5.9 pence in the pound.

With regards to unsecured creditors, UK insolvency legislation stipulates that creditors of the same class should be treated equally. Hence, the funds available for distribution were split on a pro-rata basis amongst all creditors of this class, regardless of the size of their claims.

For further information please refer to section 7 of this report.

3. Administrators' proposals

3.1 As a reminder, the administrator of a company must perform their functions with a view to achieving one of the following objectives:

Objective 1: rescuing the company as a going concern;

Objective 2: achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration); or

Objective 3: realising property in order to make a distribution to one or more secured or preferential creditors.

3.2 In this case the Administrators pursued the third statutory objective. The strategy for achieving this objective was satisfied by realising the deferred consideration detailed in section 4. This realisation enabled the secured creditor to part-satisfy its outstanding debt and ensured there were sufficient funds to declare a dividend to the Company's unsecured creditors.

4. Progress of the Administration

- 4.1 Attached at Appendix B is the Administrators' Receipts and Payments Account for the Period.
- 4.2 In addition to their statutory objective, the Administrators have duties imposed by insolvency and other legislation and their regulating professional bodies. The Administrators have set out information in respect of the progress of these duties in addition to that of the realisation of assets and distribution of available funds. The detail provided is intended to provide users of this report with information to allow them to understand how the Administrators' fees and expenses as set out in Appendices C and D have been incurred.

Pre-appointment sale of business

- 4.3 In the months preceding the Administrators' appointment, the Company suffered sustained losses following a downturn in demand for its serviced office premises in Aberdeen. As a result, the Company was unable to generate sufficient licence fee income to meet its ongoing rental obligations and was reliant on further support from the IWG Group (formerly Regus Plc Group) of Companies (the **Group**) in which it operated.
- 4.4 As funding from within the Group was not forthcoming, the directors took the decision to exit its premises at 1 Berry Street, Aberdeen, Aberdeenshire, AB25 1HF (**Berry Street**) and to thereby transfer its customers to other premises operated within the Group.
- 4.5 On 3 May 2019, the Company entered into a Sale and Purchase Agreement (the **SPA**) with Franchise International S.à.r.l (**FI**), another entity within the Group, whereby substantially all of its business and assets, excluding the lease to the Company's premises, were transferred to FI.
- 4.6 Under the terms of the SPA, Pathway retained £40,333 in part satisfaction of its debt under a credit bid.
- 4.7 The Company entered into Administration shortly after the sale to FI was completed.

Consideration due under the terms of the SPA

- 4.8 Pursuant to the SPA, the consideration due to the Company was comprised of:
- An initial cash payment of £85,001; plus
 - A further amount of deferred consideration, valued at the difference between 50% of the revenue of the occupancy agreements transferred to FI, and the initial cash payment of £85,001.
- 4.9 The initial cash payment was made to the Company shortly before the Administrators' appointment.

- 4.10 The deferred consideration totalled £59,371. Of this amount, £19,038 was paid in cash on 16 August 2019, and £40,333 was paid via a credit bid from Pathway. The total consideration due under the SPA was therefore £144,372.
- 4.11 The Company had no other assets, therefore, upon receipt of the deferred consideration, asset realisations were complete.

Other realisations

Bank interest

- 4.12 The Company's funds were held in interest-bearing accounts. Bank interest totalling £44 was received in the Administration.

Prepayments

- 4.13 The SoA detailed a prepayment asset totalling £10,423 in relation to the Company's water supply account. The balance was irrecoverable under the Company's name as the day to day trading operations and supplier accounts were administered via IW Group Services (UK) Limited, another entity within the group.

Administration (including statutory reporting)

- 4.14 In addition to their duties relating to realising and distributing the assets of the Company, the Administrators have complied with certain statutory compliance matters in accordance with the Insolvency Act 1986. These included notifying the stakeholders of the appointment. The Administrators have also liaised with HM Revenue & Customs to determine the final position in respect of corporation tax, VAT and other taxes that may be owed by or to the Company, and have filed tax returns for the duration of the Administration.
- 4.15 In order to ensure the matters of the Administration were progressed sufficiently, the Administrators conducted periodic case reviews and completed case checklists. In addition, the Administrators' treasury function also complied with cash accounting requirements including raising payments, processing journal vouchers and posting receipts, preparing bank reconciliations and statutory returns.
- 4.16 The time taken for statutory tasks is largely fixed, insofar as the cost of preparing a report to creditors or filing an annual return is similar for most cases, except where cases are very large or complex. Where the costs of statutory compliance and reporting to creditors exceeds the initial estimate, it will generally be because the duration of the case has been longer than expected, due to for example protracted realisation of assets, and therefore additional periodic reports have had to be prepared and distributed to stakeholders.

Creditors (claims and distribution)

- 4.17 The Administrators received and agreed five unsecured claims totalling £233,476. On 11 September 2019, the Administrators declared a dividend of 5.9 pence in the pound to the unsecured creditors.
- 4.18 Further details of the outcome for creditors can be found in section 7.

5. Unrealised assets

- 5.1 All assets have now been realised and the Receipts and Payments Account at Appendix B reflects the final position on both realisations achieved and payments discharged during the course of the Administration.

6. Investigations

- 6.1 The Administrators conducted investigations into the conduct of the directors and transactions entered into prior to the Company's insolvency, as required by the Company Directors Disqualification Act 1986 and Statement of Insolvency Practice 2 – Investigations by Office Holders in Administrations and Insolvent Liquidations. Based upon the outcome of the Administrators' investigations, there were no matters identified that required further action.

7. Outcome for creditors

Secured creditor – Pathway Finance S.à.r.l

- 7.1 The Company granted a legal charge, including a floating charge, to Pathway on 14 September 2015. Pathway confirmed the amount due under its security was £1.2 million.
- 7.2 Pathway retained £40,333 from the deferred sale consideration due under the terms of the SPA, and therefore suffered a shortfall on its lending.

Preferential creditors

- 7.3 The Company had no employees therefore no preferential claims have been received.

Unsecured Creditors' Fund

- 7.4 Where there is a floating charge which was created on or after 15 September 2003, the Administrators are required to create a fund from the Company's net property available for the benefit of unsecured creditors (**Unsecured Creditors' Fund**), commonly known as the 'Prescribed Part'.
- 7.5 The Administrators confirm that the value of the Company's net floating charge property was £54,166. This figure was calculated based on the full value of consideration paid under the SPA and was therefore not affected by credit bid element of the payment. The amount available for the Unsecured Creditors' Fund was £13,833. The Administrators agreed claims totalling £233,476, therefore the return to creditors was 5.9 pence in the pound.

Unclaimed dividends

- 7.6 All cheques paid to unsecured creditors should be banked as soon as possible, and in any event must be banked within six months of the date of the cheque. Any cheques which have not cleared by 12 March 2020 will be cancelled and the proceeds will be forwarded to The Insolvency Service, Estate Accounts Directorate, Unclaimed Monies Team, PO Box 3690, Birmingham, B2 4UY.
- 7.7 If your cheque is cancelled on or after this date, please allow ten working days to pass before submitting a claim to The Insolvency Service. To make a claim, creditors should contact the Insolvency Service by email at: **CustomerServices.EAS@insolvency.gov.uk** and put **Aberdeen Berry Street Centre Limited** as the subject.
- 7.8 The transfer of responsibility to the Insolvency Service is a routine step which requires administrators of an insolvent company to transfer unclaimed dividends to the agency six months after the cheques were issued. The agency will hold the funds for the next six years, after which it will return any money that remains unclaimed to HM Treasury, however, this does not affect creditors' rights to claim funds after the six years has passed.

- 7.9 As shown in the Receipts and Payments Account at Appendix B, the Administrators have accrued the sum of £20 for bank charges associated with cheque processing and cancellation fees relating to the unbanked dividends detailed above. In the event that these charges have not been incurred by the time any unclaimed dividends are remitted to the Insolvency Service, the balance of the accrued charges will be paid to the Treasury Solicitor or alternatively drawn by the Administrators in respect of their unbilled time costs.

8. What happens next

Exit route

Dissolution of the Company

- 8.1 The Company has no property to permit a distribution to its unsecured creditors other than by way of the Unsecured Creditors' Fund. The Administrators will therefore file a notice, together with their final progress report, at court and with the Registrar of Companies for dissolution of the Company. The Administrators will send copies of these documents to the Company and its creditors. The appointment will end following the registration of the notice by the Registrar of Companies.

Discharge from liability

- 8.2 As approved by Pathway as the secured creditor, the Administrators will be discharged from liability under paragraph 98 of schedule B1 of the Insolvency Act 1986 directly after their appointment as Administrators ceases to have effect.

Creditors' rights

- 8.3 Within 21 days of the receipt of the report, a secured creditor, or an unsecured creditor (with the agreement of at least 5% of the value of the unsecured creditors), may request in writing that the Administrators provide further information about their fees or expenses (other than pre-administration costs) which have been itemised in this progress report.
- 8.4 Any secured creditor, or an unsecured creditor (with the agreement of at least 10% of the value of unsecured creditors), may, within eight weeks of receipt of this progress report, make an application to court on the grounds that the basis fixed for the Administrators' fees is inappropriate, or that the fees or the expenses incurred by the Administrators as set out in this progress report are excessive.

For and on behalf of
Aberdeen Berry Street Centre Limited



Catherine Williamson
Administrator

Encs

Appendix A. Statutory information

Company information

Company name	Aberdeen Berry Street Centre Limited
Registered number	07007145
Registered office	The Zenith Building, 26 Spring Gardens, Manchester, M2 1AB
Former registered office	1 Burwood Place, London, England, W2 2UT
Trading address	Aberdeen Berry Street, 1 Berry Street, Aberdeen, Aberdeenshire, AB25 1HF
Trading name	Regus
Court details	The High Court of Justice, Business and Property Courts of England and Wales, Insolvency and Companies List (ChD)
Court reference	CR-2019-002829

Appointor's information

Name	Address	Position
Peter Gibson	c/o 1 Burwood Place, London, England, W2 2UT	Director of the Company

Administrators' information

Name	Address	IP number	Name of authorising body
Alastair Paul Beveridge	AlixPartners, 6 New Street Square, London, EC4A 3BF	8991	Insolvency Practitioners Association
Deborah Janet King	AlixPartners, 6 New Street Square, London, EC4A 3BF	15570	Insolvency Practitioners Association
Catherine Mary Williamson	AlixPartners, The Zenith Building, 26 Spring Gardens, Manchester, M2 1AB	9639	Insolvency Practitioners Association

In accordance with paragraph 100(2) of schedule B1 of the Insolvency Act 1986, all functions of the Administrators are to be exercised by any or all of the Administrators. All references to the Administrators should be read as the Joint Administrators.

The validity of the appointment has been confirmed by the Administrators' legal advisor, Pinsent Masons LLP.

Appendix B. Receipts and Payments Account for the period 8 May 2019 to 13 September 2019

Statement of Affairs £	Period £
Floating charge assets	
Receipts	
- Cash at bank	85,001
- Deferred consideration:	
Cash payment	19,038
Non-cash payment (credit bid)	40,333
10,423 Prepayments	-
- Bank interest	44
	144,416
Payments	
Pre-administration costs:	
Administrators' fees	21,435
Agent's fees	1,500
Legal fees	11,337
Administrators' fees	54,412
Agent's fees	1,000
Insurance	95
Category 1 disbursements:	
Storage costs	51
Statutory advertising	175
Specific penalty bond	225
Bank charges	20
	(90,250)
Distributions	
Floating chargeholder (Pathway - via credit bid)	40,333
Unsecured creditors:	
5.9p/£, 11/09/2019	13,833
	(54,166)
Total balance	-

Notes:

1. The above is subject to small rounding differences
2. It was not possible to realise the prepayment asset detailed in the SoA.

Appendix C. Administrators' fees and pre-administration costs

Fees

A copy of 'A Creditors' Guide to Administrations' can be downloaded from AlixPartners' creditor portal (<https://www.alixpartnersinfoportal.com>). If you would prefer this to be sent to you in hard copy please contact the Administrators and they will forward a copy to you.

Approval of the Administrators' fees was sought in accordance with insolvency legislation. On 6 June 2019, the secured creditor approved that the basis of the Administrators' fees be fixed by reference to the time properly spent by the Administrators and their staff on matters arising in the Administration.

The Administrators have drawn £21,435 in respect of work completed prior to appointment.

During the Administration, fees totalling £54,412 were drawn against floating charge realisations.

Administrators' fee estimate

The fee estimate for the post appointment work was originally provided when the basis of the Administrators' fees was approved. A copy of that estimate of the anticipated amount of work and the costs associated with it is set out below.

Activity category	Hours anticipated	Blended rate per hour £	Anticipated cost £
Realisation of assets	24	377	9,040
Administration (including statutory reporting)	156	352	54,958
Investigations	12	262	3,140
Creditors (claims and distribution)	27	308	8,315
Total	219	345	75,453

The above estimate was based on information available to the Administrators at the time the approval of their fee basis was sought.

Administrators' details of time spent to date

The Administrators' time costs for the Period are £56,570 This represents 176 hours at an average rate of £321 per hour. Detailed below is a Time Analysis for the Period which provides details of the costs incurred by area of activity.

Activity category	Hours incurred	Average rate per hour £	Time cost for the Period £
Realisation of assets	19	406	7,710
Administration (including statutory reporting)	96	302	28,953
Investigations	7	285	1,997
Creditors (claims and distribution)	54	332	17,910
Total	176	321	56,570

Details of the progress of the Administration, together with an explanation of why the work was undertaken, are set out in Section 4.

Pre-administration costs

The pre-administration costs were disclosed in the Proposals.

Pre-administration fees charged and expenses incurred by the Administrators are set out below. Approval for the costs was received from Pathway, the secured creditor, on 6 June 2019. For the avoidance of doubt, these costs are not included in the Administrators' details of time spent to date.

Name of recipient	Brief description of services provided	Total amount approved and paid £
The Administrators	Planning for the appointment as Administrators and assisting the Company in implementing its strategy	21,435
CBRE Limited	Lease review and marketing report	1,500

Appendix D. Administrators' expenses and disbursements

Expenses of the Administration

The estimate of expenses anticipated to be incurred by the Administrators from third parties whilst dealing with the Administration was provided to creditors in the Proposals; a copy of that estimate is set out below.

	Anticipated cost £
Legal costs	3,500
Agent's fees	3,000
Insurance	500
Total	7,000

Current position of Administrators' expenses

An analysis of the costs paid over the course of the Administration is provided below.

	Paid in the Period £	Incurred but not paid £	Total cost £
Legal costs	11,337	-	11,337
Agent's fees	2,500	-	2,500
Insurance	95	-	95
Total	13,932		13,932

Note that legal costs are higher than anticipated due to the protracted costs incurred in liaising with the landlord of Berry Street upon the Company's exit of the premises.

Administrators' disbursements

A copy of the analysis of anticipated disbursements previously provided is set out below. The actual expenses may be found in the Receipts and Payments Account in Appendix B.

	Anticipated cost £
Category 1 disbursements:	
Specific penalty bond	225
Statutory advertising	170
Storage	150
Stationery and postage	100
Telephone charges	50
Total	695

Category 1 disbursements of £451 have been drawn on account. Approval to draw category 2 disbursements was provided by Pathway as the secured creditor. No category 2 disbursements were drawn.

Appendix E. Additional information in relation to the Administrators' fees

Policy

Detailed below is AlixPartners's policy in relation to:

- staff allocation and the use of sub-contractors;
- professional advisors; and
- disbursements.

Staff allocation and the use of sub-contractors

The Administrators' general approach to resourcing their assignments is to allocate staff with the skills and experience to meet the specific requirements of the case.

The case team will usually consist of a managing director or director, a senior vice president or vice president, and a consultant. The exact case team will depend on the anticipated size and complexity of the assignment and the experience requirements of the assignment. On larger, more complex cases, several staff at all grades may be allocated to meet the demands of the case. The Administrators' charge-out rate schedule overleaf provides details of all grades of staff.

With regard to support staff, time spent by their treasury department in relation to tasks such as recording transactions and dealing with bank accounts is charged but secretarial time is only recovered if a large block of time is incurred, e.g. report compilation and distribution.

The Administrators have not utilised the services of any sub-contractors in this case.

Professional advisors

On this assignment the Administrators have used the professional advisors listed below. The Administrators have also indicated the basis of their fee arrangement with them, which is subject to review on a regular basis.

Name of professional advisor	Basis of fee arrangement
Pinsent Masons LLP (legal advice)	Hourly rate and disbursements
CBRE Limited (property agent)	Bespoke quoted fee
Aon Risk Solutions (insurance)	Bespoke quoted premium

The Administrators' choice was based on their perception of the professional advisors experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of their fee arrangement with them.

Disbursements

Category 1 disbursements do not require approval by creditors. Category 1 disbursements may include external supplies of incidental services specifically identifiable to the case, such as postage, case advertising, invoiced travel and external printing, room hire and document storage. Any properly reimbursed expenses incurred by the Administrators and their staff will also be chargeable.

Category 2 disbursements do require approval prior to being paid and may include business mileage for staff travel - charged at the rate of 45 pence per mile.

Charge-out rates

A schedule of AlixPartners' charge-out rates for this assignment effective from 1 January 2019 is detailed below. Time is charged by the appointees and case staff in units of six minutes.

Description	£
Managing director	775-945
Director	645-775
Senior vice president	450-565
Vice president	325-425
Consultant	110-305
Treasury and support	120-315