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1 Company details

Company number 0 2 2 6 1 6 7 8

Company name in full Arena Television Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Benjamin John

Surname Wiles

3 Administrator's address

Building name/number The Shard

Street 32 London Bridge Street

Post town London

County/Region

Postcode S E 1 9 S G

Country

4 Administrator's name ①

Full forename(s) Robert John

Surname Armstrong

① Other administrator

Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number The Shard

Street 32 London Bridge Street

Post town London

County/Region

Postcode S E 1 9 S G

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	<div><div>d</div><div>1</div></div>	<div><div>d</div><div>2</div></div>	<div><div>m</div><div>1</div></div>	<div><div>m</div><div>1</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>1</div></div>	
To date	<div><div>d</div><div>1</div></div>	<div><div>d</div><div>1</div></div>	<div><div>m</div><div>0</div></div>	<div><div>m</div><div>5</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>2</div></div>	

7 Progress report

☒ I attach a copy of the progress report

8 Sign and date

Administrator's signature	<div>Signature</div> <div><div>X</div><div></div><div>X</div></div>								
Signature date	<div><div>d</div><div>1</div></div>	<div><div>d</div><div>0</div></div>	<div><div>m</div><div>0</div></div>	<div><div>m</div><div>6</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>0</div></div>	<div><div>y</div><div>2</div></div>	<div><div>y</div><div>2</div></div>	

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Contact name Huxley Loudon

Company name Kroll Advisory Ltd.

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- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.

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Progress Report to Creditors

10 June 2022

Arena Television Limited
Arena Aviation Limited
Arena Holdings Limited
Arena Aircraft Limited
(All In Administration)

Joint Administrators' Progress Report for the periods:
12 November 2021 to 11 May 2022 for Arena Television Limited;
18 November 2021 to 17 May 2022 for Arena Aviation Limited and
Arena Holdings Limited; and
19 November 2021 to 18 May 2022 for Arena Aircraft Limited.

Kroll Advisory Ltd.
The Shard
32 London Bridge Street
London
SE1 9SG

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1. Introduction

The Joint Administrators were appointed Administrators of Arena Television Limited on 12 November 2021 by order of the High Court of Justice, Business and Property Courts of England and Wales. The Court reference allocated is 2106 of 2021. The application to the court was sought by a creditor, Close Leasing Limited, and granted on an urgent basis.

The Joint Administrators were appointed Administrators of Arena Aviation Limited and Arena Holdings Limited on 18 November 2021 by order of the High Court of Justice, Business and Property Courts of England and Wales. The Court references allocated are 2138 and 2139 of 2021 respectively. The application to the court was sought by a creditor, Lombard North Central Public Limited Company, and granted on an urgent basis.

The Joint Administrators were appointed Administrators of Arena Aircraft Limited on 19 November 2021 by order of the High Court of Justice, Business and Property Courts of England and Wales. The Court reference allocated is 2157 of 2021. The appointment was made by Arena Holdings Limited, in its capacity of sole shareholder of Arena Aircraft Limited.

This progress report provides an update on the Administrations of the Companies.

The Joint Administrators have also explained their future strategy for the Administrations and how likely it is that they will be able to make a distribution to each class of creditor.

You will find other important information in this progress report such as the costs the Joint Administrators have incurred.

A glossary of the abbreviations and definitions used throughout this document is attached at Appendix 8.

Please also note that an important legal notice about this progress report to creditors is attached at Appendix 9.

This progress report is deemed delivered to creditors on the date of this report, being the date on which it is uploaded to the Creditors' Portal.

2. Creditor Summary

This Progress Report covers the Reporting Period.

Summary of Proposals

- The Joint Administrators' Proposals for achieving the purpose of each of the Administrations, namely achieving a better result for the Companies creditors as a whole than would be likely if the Companies were wound up (without first being in Administration), were approved by creditors using deemed consent decision procedures on 10 January 2022. There were no amendments to, or deviations from, these Proposals.

Strategy and Progress to Date

- Upon the Joint Administrators' appointment, they commenced an accelerated sale process of the Group's business and assets as a going concern. The Joint Administrators instructed Hickman Shearer and CAGP to assist in identifying and valuing Television's operational assets such as the OB trucks, cameras, and lenses. SIA was instructed to assist in identifying and valuing Aviation's operational assets such as the helicopters, planes and associated equipment.
- Following the sale of business process, there was insufficient interest in Television's business to pursue a business and asset sale. Accordingly, a break-up sale strategy was pursued in order to achieve higher net proceeds for the benefit of creditors, which was achieved. The asset disposal process commenced in January 2022, with Hickman Shearer and CAGP completing a number of private treaty sales for certain of the OB trucks, while the majority of the television assets were sold at a three day auction commencing on 22 February 2022. A second smaller auction took place on 4 May 2022 to sell the residual assets. Proceeds realised during the Reporting Period from the private treaty and auction sales total £8.37m. During the Reporting Period, £4.412m of the total has been received into the Administration estate which is included at Appendix 3. Further funds are held by Hickman Shearer and CAGP and the final funds position is in the process of being reconciled. The remaining funds are expected to be received into the Administration estates shortly.
- The Joint Administrators vacated Hangars 4 and 7 at the Trading Address along with the property at Biggin Hill during the Reporting Period. Hangar 5 was vacated shortly after the end of the Reporting Period.
- Aviation's aircraft have now been collected by the respective leasing companies. The Joint Administrators are liaising with BOA in respect of the return of the aircraft deposits for the two jets leased from BOA. One deposit of \$750k (£593k) was received shortly after the end of the Reporting Period. No proceeds are expected in relation to the helicopters collected by Lombard.
- The Joint Administrators have undertaken a significant level of investigations into the Group's affairs. This has included detailed bank statement analysis, correspondence with third parties and reviewing of lender documentation to assist the Joint Administrators in their understanding of the fraudulent activity of the Directors. Certain claims against third parties have been identified and are being considered with the Solicitors and Television's Creditors' Committee.

- The Joint Administrators can also confirm the Directors were made bankrupt on 22 February 2022, following a bankruptcy petition issued by the Companies against the Directors. The Companies have submitted claims in the Bankruptcies and the Joint Administrators are liaising with the Trustees in Bankruptcy (who are insolvency practitioners in Kroll) regarding the expected dividend to Television.
- Holdings and Aircraft have both had cash at bank collected from their respective pre-Administration bank accounts, which is detailed in section 3. However, as Holdings and Aircraft were non-trading entities with limited assets and creditors present in each, the Joint Administrators progress to date has been predominantly focused on Television and Aviation.

Outcome for Creditors

- Following legal advice, it has been confirmed that the extent of CYBG's fixed charge is over Television's book debts only and does not extend to any of the Company's other assets (other than those it financed). Accordingly, following CYBG's sale of its assets and collection of its assigned book debts, CYBG's shortfall is estimated at £436k (subject to costs and charges) which is an unsecured claim in the Administration. CYBG will not be repaid in full.
- Television granted a debenture to NatWest on 30 July 2001, which was registered at Companies House on 8 August 2001. The debenture granted NatWest fixed and floating charges over all of the Company's assets. It is currently anticipated that Natwest will be repaid in full under its floating charge. The Solicitors have advised that NatWest's charge does not extend to Lombard's indebtedness.
- Primary preferential creditor claims consist of employee claims for arrears of pay and holiday pay, the majority of which have been subrogated to BEIS following confirmation of the total quantum of payments made to the former employees by the RPS. Secondary preferential creditor claims consist of amounts due to HMRC that were held on trust by the Companies which include claims for VAT, PAYE and employee NIC. Secondary preferential claims are paid after the primary preferential claims are settled in full.
 - o Based on current information, it is currently expected that there will be sufficient realisations to pay a dividend to the Preferential Creditors of Television.
 - o Based on current information, it is currently expected there will be sufficient realisations to pay a dividend to the Preferential Creditors of Aviation.
 - o Holdings and Aircraft had no employees and so no primary preferential claims are expected. HMRC are yet to submit any secondary preferential claims and none are expected.
- The quantum and timing of any potential dividend from Television to unsecured non-preferential creditors is uncertain, as it is dependent on asset realisations, the costs of the Administration (and subsequent Liquidation) and HMRC's secondary preferential claim.
- The level of any unsecured non-preferential distribution from Aviation is dependent on the level of asset realisations obtained and the final quantum of HMRC's secondary preferential claim.

- It is currently anticipated there will not be a return to unsecured non-preferential creditors of Aircraft and Holdings.

Please note, this progress report provides creditors with an account of the progress of the Administrations of the Companies in the Reporting Period. The Proposals issued to the Companies' creditors are available to view on the Creditors' Portal and a paper copy can be provided free of charge by writing to Arena@kroll.com.

Unless otherwise stated, all amounts in this progress report and appendices are stated net of VAT and all amounts stated in '\$' refer to the United States of America dollar.

3. Progress of the Administrations

This section provides an update on the Joint Administrators' strategy for the Administrations and progress to date.

3.1 Strategy and Progress to Date

- The Joint Administrators continue to manage the recovery strategy in respect of the remaining assets held by the Television and Aviation in an effort to maximise realisations for the benefit of creditors. Further detail regarding the realisation of assets can be found below.
- The Joint Administrators continue to investigate the affairs of the Companies, the actions of the Directors and of other third parties, prior to the Administration. Several aspects of the investigations remain confidential and cannot be disclosed at this stage, since doing so may prejudice the outcome and damage any potential recoveries for the benefit of the Companies' creditors. Please refer to Section 3.2.12 for further information.

3.2 Asset Realisations

Funds received from realisations made during the Reporting Period are set out in the attached receipts and payments account at Appendix 3.

Summaries of the most significant realisations during the Administrations are provided below,

3.2.1 Sale of Business

As noted in the Proposals, upon their appointment, the Joint Administrators sought to achieve a sale of the business and assets of Television and Aviation.

Television

Upon their appointment over Television, the Joint Administrators commenced a marketing process of the Company's business and assets with a view to selling Television's business and assets to a single purchaser.

The Joint Administrators liaised with 17 parties, the majority of whom were industry contacts, as well as a number of investors. The Joint Administrators hosted an online data room and facilitated site visits for the interested parties.

However, following the termination of Television's three framework agreements (on the grounds of insolvency), and given the abrupt closure of the business by the Directors, no parties were interested in a purchase of the business with a view to recommence trading.

Three offers were received for all of Television's assets, the highest of which was £9.5m (two parties bid this amount) for all assets, including those owned by CYBG. This value was significantly less than Hickman Shearer's ex-situ valuation and accordingly the offers were rejected and a break up sale strategy was adopted, as set out at paragraph 3.2.3 of this report.

Aviation

A sale of the private charter Aviation business was not viable as BOA, from whom the two private jets were leased, repatriated the jets to the USA in accordance with its rights under the leases. Notice of this was given shortly after the commencement of Aviation's Administration and the jets were repatriated in March 2022.

There was no interest in the helicopter filming business. Aviation held six helicopters, five of which were repossessed and sold by Lombard directly, in accordance with their rights under the leasing agreements. The sixth, which was a helicopter chassis which had been cannibalised pre-Administration, was realised for the benefit of the Administration estate by SIA for c£8.7k. It is anticipated Lombard will suffer a shortfall and there will be no funds available to the Administration estate following the sale of the five helicopters sold by Lombard.

3.2.2 Financed Assets

CYBG

As set out in the Proposals, CYBG financed the build of three OB trucks and 12 camera assets, all of which were subject to hire purchase agreements with CYBG. CYBG instructed agents to realise these assets. All CYBG assets were sold for a total consideration of £4.5m.

CYBG's indebtedness has not been repaid in full and therefore there will be no surplus available to the Administration estate from these sales.

Other Financed Assets

A total of 54 assets were verified to be financed by a number of asset based lenders. These assets were either collected by the lender or sold on their behalf at auction. Given the levels of indebtedness to each of the lenders concerned, there was no surplus from the sale of these assets for the benefit of the Administration estate.

3.2.3 Auction Proceeds and Pre-Auction Sales – owned assets

As previously advised, the Joint Administrators instructed Hickman Shearer to assist in identifying and valuing Television's operational assets such as the OB trucks, cameras, and lenses. Following Hickman Shearer's asset verification and valuation report dated 6 December 2021, the Joint Administrators

instructed both Hickman Shearer and CAGP to jointly market and sell Television's assets. The asset disposal process commenced in January 2022, with the first auction held on 22 February 2022, which was held over three days. The second auction took place on 4 May 2022. Proceeds realised from both auctions and the pre-auction sales total £8.37m. This figure includes a number of sales where funds are in the process of being received. A summary of the sales is set out below:

Asset Description	No. Assets	Realisations (£'Million)
Camera Channels and Lenses	1,235	3.25
IT, Office and warehouse furniture and equipment	642	0.11
Outside broadcast trucks and trailers	9	3.09
Audio and sound equipment	1,244	0.75
EVS and data storage equipment	66	0.48
Vehicles	30	0.03
Camera Grip and Distribution	93	0.33
Voided sales	N/A	(0.11)
Total	3,319	8.37

The Joint Administrators can confirm that no assets have been sold to connected parties. There were in excess of 850 bidders during the first auction, from 50 countries. Prior to the auction a website was set up for interested parties to register and view the items available for sale. Open days were also set up in order to allow prospective purchasers to inspect the assets. The Joint Administrators, Hickman Shearer and CAGP are therefore satisfied that the marketing process was open and far reaching, and resulted in the best return to creditors. As set out above, the highest offer for Television's business and assets was £9.5m (received from two parties), which included three additional OB trucks and 12 camera assets (financed by CYBG) and OBY. The CYBG assets realised £4.5m (and is excluded from the table above) while OBY has a valuation significantly in excess of £1m (the exact amount cannot be disclosed as it may prejudice a future sale).

Therefore, the Joint Administrators are confident the auction strategy has realised significantly more than the sale of business and assets in one package would have.

Voided sales relate to assets that were sold in the first auction, but the sale proceeds not received. These assets were resold in the second auction, however the prices realised were not as high.

The number of vehicles in the table above includes vehicles sold by SIA (as set out at point 3.2.10), which realised £194k, in addition to the £30k realised by Hickman Shearer. The balance of £194k had not been received at the end of the Reporting Period so is not reflected within the receipts and payments account at Appendix 3.

At this stage, the Joint Administrators are unable to sell one OB truck, being OBY, due to a claim from a third party. The Joint Administrators disagree with the third party's claim and have instructed the Solicitors to protect Television's position. A further update will be provided in due course.

Two further camera assets are currently being held by a manufacturer for repairs. The Joint Administrators are liaising with the manufacturer for these assets to be returned, and they will be sold in due course.

Hickman Shearer and currently storing a small number of other assets, with a value of under £10k, which will be sold in due course.

A small amount of IT equipment with a minimal value is currently being held by the Joint Administrators' IT agents and will be sold in due course.

It should be noted that only funds remitted to date by Hickman Shearer and CAGP are reflected in the receipts and payments account at Appendix 3.

As part of the agreement with Hickman Shearer and CAPG, it was agreed that they would pay the costs of staff utilised for the purposes of their engagement, rent and service charge. It was also agreed they would ensure the Trading Address was cleared prior to exit of the Trading Address.

3.2.4 Television – Book Debts

Television utilised an invoice discounting facility with CYBG. As at the Appointment Date, CYBG was due £1.387m under this facility.

As at the Appointment Date, Television's book debts totalled £1.6m. Of this amount, £115k was due from Aviation and a claim will therefore be submitted to reflect this. Please refer to the Outcome for Creditors section for commentary on dividend prospects.

Hilton-Baird Group were instructed by CYBG to undertake the collection of Television's book debts, and to date £574,146 has been collected. The expected remaining collections are currently uncertain.

It is currently anticipated that CYBG will suffer a shortfall in respect of its indebtedness under the invoice discounting facility.

3.2.5 Television - Repayment of Employee Expenses

Following a review of the Company's credit card statements, the Joint Administrators identified a number of personal items purchased by a former employee (who was not a Director). These expenses have been recovered in the Reporting Period and total £4,937. No further realisations are expected in this regard.

3.2.6 Television and Aviation - Insurance and Pre-Appointment Refunds

During the Reporting Period the Joint Administrators recovered refunds as follow:

- Television - £15,292 in relation to pre-Appointment commercial insurance and other sundry pre-Appointment refunds amounting to £392.
- Aviation – £6,551 in relation to a business rates refund.

The Joint Administrators have been made aware of a further insurance claim in the sum of USD\$104k in relation to Aviation. The Joint Administrators are liaising with the insurer's solicitor in respect of this amount and have recently been informed a third party has also claimed the amount is due to them. This matter is being investigated and a further update will be provided in due course.

3.2.7 Television, Aircraft and Holdings - Cash at Bank

The Joint Administrators recovered £9,784, £3,232, and £13,089 during the Reporting Period for Television, Aircraft and Holdings respectively. No further realisations are expected in this regard.

3.2.8 Aviation - Aircraft Security Deposits

During the Reporting Period the Joint Administrators requested the return of the security deposits placed on the two aircrafts leased from BOA, with the deposits being assets of Aviation. The sale of the aircraft has dictated the timing for the return of the security deposits which are estimated to total USD\$1.75m.

The Challenger jet was sold shortly after the end of the Reporting Period, and the deposit of \$750k (c£593k) has been received. As this was received after the end of the Reporting Period, it is not reflected in the receipts and payments account at appendix 3. It is anticipated the Gulfstream jet will be sold shortly, and the return of the deposit (of up to USD\$1m) will be wholly dependent on the quantum obtained from the sale. An update will be provided in the next report to creditors.

3.2.9 Aviation - Aircraft Equipment and Accessories

During the Reporting Period a number of Aviation assets were realised in relation to equipment and accessories totalling £73,959. Please see the table below for a breakdown of the assets sold. No further realisations are expected in this regard.

Asset	£
Aircraft Tug Ride	10,000
Helilift Electric Tug	10,500
UBM Camera Mount	43,000
Fixtures and Equipment	1,042
Electric Scooter	200
Time Compressor	522
Airframe (cannibalised helicopter)	8,696
Total	73,959

Whilst the total amount realised was £73,959, you will note in Aviation's Receipts and Payments account that the total realisation is shown as £67,042. The balance of £6,917 is currently held by the agents and will be reconciled in due course.

3.2.10 Television - Motor Vehicles

In addition to the broadcasting assets, Television also had 35 motor vehicles. SIA was instructed to review the position and establish if any benefit to the Administration estate can be achieved. All motor vehicles have now been returned to their relevant leasing companies or sold by SIA on behalf of the Joint Administrators. SIA are holding funds from the sale proceeds and credit refunds from the leasing companies on behalf of the Joint Administrators.

SIA sold three vehicles and received proceeds of £79k. In addition, SIA secured refunds in the sum of £115k from one of the leasing companies in relation to credit notes on the account.

As these funds have not yet been remitted to the Administration estate, the realisations are not reflected in the receipts and payments account at appendix 3.

3.2.11 Leasehold Properties

SIA was instructed to review and value the leasehold interest in each of the three hangars occupied by Television at the Trading Address and the hangar occupied by Aviation at Biggin Hill. Whilst the Trading Address was predominantly occupied by Television, all leasehold agreements were in the name of Aviation.

Following SIA's desk top valuation on 6 December 2021, it was determined unlikely that a possible assignee would offer a premium for the remainder of the term of the leasehold agreements. They therefore had no value to benefit Aviation and it would not be commercial to pursue an assignment of the leases.

The Joint Administrators occupied the Trading Address from Television's Appointment Date to 4 January 2022. Hickman Shearer and CAGP took over liability of the Trading Address from 4 January 2022 as part of the costs agreement of the asset disposal process. The leasehold agreements for Hangars 4 and 7 of the Trading Address were surrendered to the landlord, Redhill Aerodrome, on 31 March 2022. Hangar 5 of the Trading Address was surrendered to Redhill Aerodrome on 26 May 2022 being the date that Hickman Shearer exited the Trading Address.

SIA completed its work at Biggin Hill following the removal of Aviation's books and records and assets by 30 November 2021, and the removal of the Challenger Jet which on 13 December 2021 under the instruction of BOA. The leasehold agreement at Biggin Hill was surrendered to the landlord, Biggin Hill Airport, by operation of law effective 31 January 2022. Costs that accrued during the Administration at the Biggin Hill property were met by BOA.

3.2.12 Investigations

As noted within the Proposals, the Joint Administrators have a statutory obligation to file a report with BEIS concerning the conduct of all directors of the Companies that served in the three years prior to the Joint Administrators' appointments. The Joint Administrators have filed their confidential report with BEIS regarding the conduct of the Directors and investigations remain ongoing.

As creditors may be aware from ongoing press coverage the Serious Fraud Office has opened an investigation into the Companies' affairs. Accordingly, the Joint Administrators are not able to disclose certain information that may prejudice the ongoing investigation.

During the Reporting Period, the Joint Administrators have taken steps to immediately review all available financial information, including management accounts and bank statements, to allow a forensic analysis of monies which have passed through the Companies' accounts. Further specific steps taken by the Joint Administrators include:

1. Successfully obtaining a worldwide freezing injunction and proprietary injunction against both of the Directors on 26 November 2021. The freezing injunction has been served on all known banks holding accounts in the name of the Companies and the Directors and on various third parties that may have received monies from the Companies or Directors or may hold assets on their behalf.

2. Completing a forensic image of the Group's IT assets at the Trading Address and recovered other Group owned IT assets from third parties.
3. Commencing a forensic review of the Group's bank statements obtained to date for the ten-year period leading up to the Administration and making the relevant enquires based on our findings.
4. Commencing an interrogation of email accounts for the Directors and other key individuals, including recovery of deleted email accounts.
5. Contacting, meeting and conducting interviews with various third parties, including former employees, suppliers and intermediaries to request further information into their dealings with the Companies and Directors.
6. Successful petitioning for the bankruptcy of the Directors, which subsequently led to the Directors being declared bankrupt on 22 February 2022. The Joint Administrators continue to liaise with the Trustees in Bankruptcy (who are other insolvency practitioners of Kroll) in respect of mutual co-operation into the Companies' and the Directors' affairs.
7. Providing assistance to the Serious Fraud Office upon receipt of the appropriate notices.

The Joint Administrators continue to identify and pursue potential claims against third parties and are liaising with solicitors and Counsel with regard to progressing these claims, including that of OBY. The Joint Administrators cannot, at this stage, detail the nature of these investigations and possible claims as it may prejudice the potential claims.

However, should any of the Companies' creditors have information concerning the Companies' affairs that they would like to bring to the Joint Administrators' attention, which they have not done so already, please contact this office.

3.2.13 Bankruptcy of Directors

During the Reporting Period the Joint Administrators wrote to the Directors to demand the sum of £250m. The Directors did not make repayment and a summary judgement was made against the directors in the same amount. Upon the advice of our solicitors, it was noted that a summary judgement would be harder to enforce overseas, which would be important given the Directors' unknown location and overseas assets. Accordingly, the Joint Administrators pursued a default judgement, which was granted in the sum of £100m (plus £500k of costs) in January 2022. The default judgement of £100m was the amount that the judge was satisfied was repayable by the directors, and a further hearing can be requested to increase the judgement if this will have an impact on the Administration estates.

Following the default judgement, the Joint Administrators issued the Directors with a statutory demand, demanding the amount of £100.5m to be repaid within 21 days. Following the Directors' failure to respond or repay this amount, upon the expiration of the statutory demand, the Companies petitioned for the Directors' bankruptcy. Joanne Wright and Andrew Knowles of Kroll were appointed Joint Trustees on 22 February 2022.

The Joint Administrators are aware that Mr Yeowart owns a number of unencumbered properties in the UK and overseas, as well as shares in a property holding company. To the best of the Joint Administrators' knowledge, the Directors have minimal creditors, other than the Companies, and a small number of

personal guarantees held with certain lenders to the Companies. The Joint Administrators therefore expect that the Companies are the significant majority creditor in the Bankruptcy estates and are liaising with the Trustees in Bankruptcy accordingly

3.2.14 Spanish Property

As noted above, the Mr Yeowart is understood to have an overseas property portfolio, which includes a property in Spain. As part of the default judgement, it was ordered by the court that this property be held on trust for Aviation. Mr Yeowart's trustees have taken steps to secure this property and are collaborating with the Joint Administrators to take steps to realise it, with the net sale proceeds to flow to Aviation. The Joint Administrators will keep the creditors informed of any significant developments that can be disclosed. Please note that pursuing such claims can be timely and expensive, with no guarantee of enhancing the overall return to creditors, and accordingly, such claims are being discussed with the Creditors' Committee.

3.3 Costs

Payments made in the Reporting Period are set out in the attached receipts and payments accounts at Appendix 3, which are self-explanatory. Summary of the costs incurred during the Administrations which warrant further explanation are provided below:

3.3.1 Percival Coachworks

Television made payment to Percival Coachworks for ongoing building work on a new OB truck that had been commissioned prior to the Administration. A sale of the OB truck was agreed, however, Percival Coachworks exercised its right to hold a lien over the asset until the works had been paid for. Following advice from Hickman Shearer, it was agreed that payment for works undertaken to date would enable the sale of the asset and the net proceeds would be higher than if the payment was not made. Accordingly, the sum of £44,287 was paid by Television to Percival Coachworks. The OB truck was subsequently sold for £161k.

3.3.2 Utilities

During occupation of the Trading Address, the Joint Administrators incurred utility costs totalling £2,805 for Television. Payments were made to British Gas, Zen Internet, E.ON, BT, Castle Water and Claranet. The final accounts are in the process of being reconciled with the utility providers at the Trading Address.

3.3.3 Addleshaw Goddard

During the Reporting Period, the Joint Administrators made payment to Addleshaw Goddard who are acting as the Joint Administrators' legal advisors in relation to the ongoing investigations into the Company's affairs and ad hoc legal matters arising in the Administration. Accordingly, £1,200,209 has been paid during the Reporting Period. Further, £302,173 has been paid to account for their legal disbursements, which predominantly relate to the instruction of counsel in relation to investigation matters, potential litigation and court hearings / submissions to date in respect of Television. No amounts have been paid from Aviation, Holdings or Aircraft.

3.3.4 Hickman Shearer

During the Reporting Period, the Joint Administrators made payment to Hickman Shearer for their agreed asset verification and valuation fee of £148,434. Payment of £8,600 was also made to Hickman Shearer to account for their disbursements. Both payments were made using funds from the sale of the assets.

Please note that it was agreed with Hickman Shearer and CAGP that they will be remunerated for the asset sale process on the basis of a commission of 10% of the selling price of the assets sold. A cost sharing agreement was also entered into, which is currently in the process of being reconciled following the final auction in May 2022. These amounts have not yet been paid, and all relate to Television.

3.3.5 GQS Finance

The Joint Administrators secured initial funding for Television's Administration costs totalling £250,000 from GQS Finance to ensure there were sufficient funds to enable payment to the retained employees of Television and some essential post-appointment services such as on-site security to secure and protect the assets of Television which were held at the Trading Address. Repayment of the funding plus interest which totalled £292,690 was made on 1 March 2022.

3.3.6 AUA Insolvency Risk Services

During the Reporting Period, the Joint Administrators made payment to AUA Insolvency Risk Services for open cover insurance over both Television and Aviation's assets. Accordingly, £33,783 has been paid to account for Television's open cover insurance and £222 has been paid for Aviation's open cover insurance to date.

3.3.7 Redhill Aerodrome

During the Reporting Period, the Joint Administrators made payment to Redhill Aerodrome to account for Television's rent and occupation of the Trading Address from Television's Appointment Date to 3 January 2022. Accordingly, £24,296 has been paid to Redhill Aerodrome. As discussed previously, Hickman Shearer took over liability from 4 January 2022 and rental payments from this date to the surrender dates will be rebated by Hickman Shearer.

3.3.8 SIA

During the Reporting Period, the Joint Administrators made payment to SIA to account for security costs of both the Trading Address and Biggin Hill. Accordingly, £17,295 was paid in relation to security for Television and £11,226 was paid in relation to security for Aviation. Please note that Hickman Shearer took over liability for the security costs from 4 January 2022. Please also note that costs of security for the Trading Address were split equally between Television and Aviation, to account for the Aviation assets which were secured at the Trading Address, until the Aviation assets were removed from the Trading Address in December 2021. The level of security was required by insurers given the value of assets held at the Trading Address.

An amount of £31,969 has been paid to SIA in respect of time costs incurred in securing the aircraft assets and liaising with the leasing companies from Aviation.

4. Outcome for Creditors

4.1 Secured Creditors

Television

CYBG

CYBG holds a fixed charge and debt purchase agreement with the Company via a confidential invoice discounting facility. The charge was created on 11 October 2004 and registered on 22 October 2004.

In addition, CYBG financed the build of three of the newest OB trucks together with the purchase of 12 cameras, which were subject to hire purchase agreements with Television.

As at the appointment date, CYBG was owed £5.011m, subject to accruing interest and charges, of which £1.387m relates to the invoice discounting facility and £3.63m in relation to the hire purchase assets.

Following the Joint Administrators' appointment CYBG instructed Hilton-Baird Group to collect Television's debtor ledger, which totalled £1.502m (once a balance due to Television from Aviation was omitted). Collections to date total £574,146 and further realisations are uncertain. The remaining balance is subject to disputes, with debtors claiming liquidated damages due to the non-provision of services after 10 November 2021.

CYBG agreed for the Joint Administrators to market and sell the three OB trucks and 12 cameras as part of the sale of business process. However, once it was established the business and assets could not be sold in one transaction, CYBG instructed agents to market these assets on its behalf.

CYBG's appointed agents, GMG Asset Valuation Limited, sold the three OB trucks and 12 cameras to Timeline Television Limited in the sum of £4.5m.

Following legal advice, it has been confirmed that the extent of CYBG's fixed charge is over Television's book debts only and does not extend to any of the Company's other assets (other than those it financed). Accordingly, CYBG's shortfall is an unsecured claim in Television's Administration.

NatWest

Television granted a debenture to NatWest on 30 July 2001, which was registered at Companies House on 8 August 2001. The debenture grants NatWest fixed and floating charges over all of the Company's assets.

As at the Appointment Date, NatWest was owed approximately £1.297m, subject to accruing interest and charges.

It is currently anticipated that NatWest will be repaid in full, although this is subject to asset realisations and the quantum of HMRC's secondary preferential creditor claim.

Aviation

As at the Aviation Appointment Date, Aviation had 20 charges registered at Companies House. However, these are all in relation to fixed charges over specific aircraft assets. It appears that a number of these

charges relate to historic aircraft lease agreements and should be removed from the Companies House record.

Holdings & Aircraft

Holdings and Aircraft do not have any charges outstanding.

4.2 Preferential Creditors

Primary preferential creditor claims consist of employee claims for arrears of pay (up to the statutory cap of £800) and holiday pay, the majority of which have been subrogated to BEIS following payment to the employees by the RPS. Secondary preferential creditor claims consist of amounts due to HMRC that were held on trust by the Companies which include claims for VAT, PAYE and employee NIC. Secondary preferential claims are paid after the primary preferential claims are settled in full.

Prior to the Joint Administrators' appointments, all employees of Aviation and Television (except one), were paid to the end of November 2021. Following a review of the financial position of both Television and Aviation, the Joint Administrators made all employees of Aviation and seven employees of Television redundant for economic reasons, on 30 November 2021. This included the Directors.

Given the outcome of the sale of business process, numerous further rounds of redundancies were made during the Reporting Period. This included 41 Television employees on 6 December 2021 and there were two resignations beforehand, five Television employees in each of December 2021 and January 2022 and two Television employees in February.

One employee remained employed by the Company at the end of the Reporting Period to assist with vacation of the Trading Address and ad hoc tasks. The final employee was made redundant shortly after the end of the Reporting Period.

Television was liable to pay employees from the Administration estate whilst they remain employed following the Appointment Date. Further detail on the total sum of this liability is reflected in Appendix 3.

Television

The estimated primary preferential claims are £279k. The RPS is yet to submit a preferential claim in respect of payments made to Television's former employees.

The estimated secondary preferential claim is £737k. HMRC are yet to submit a secondary preferential claim in the Administration. The Joint Administrators are meeting with HMRC shortly to discuss the treatment of transactions not recorded within the Company's books and records, and the impact of this (if any) on HMRC's secondary preferential claim.

Based on current information, it is expected there will be sufficient realisations to repay Preferential Creditors of Television in full.

Aviation

The estimated primary preferential claims are £40,647. The RPS is yet to submit a preferential claim in respect of payments made to Aviation's former employees.

The estimated secondary preferential claims £22,482. HMRC are yet to submit a secondary preferential claim in the Administration.

Based on current information, it is expected there will be sufficient realisations to repay Preferential Creditors of Aviation in full.

Holdings and Aircraft

Holdings and Aircraft had no staff and so no primary preferential claims are expected. HMRC are yet to submit a secondary preferential claim and no claim is expected in either Administration. In any event, there are expected to be insufficient realisations to allow a return to any Preferential Creditors, to the extent they exist, as there are expected to be insufficient realisations.

4.3 Unsecured Creditors - Lenders

Television and Holdings

The Joint Administrators are aware of 55 asset-based lenders who claim ownership over certain of Group's broadcast assets. As noted earlier in this report, the majority of these lenders have finance agreements with Television, however five of these have finance agreements with Holdings.

Following the verification process undertaken by Hickman Shearer, it was apparent that nine lenders had verified broadcast assets (i.e. physically identified at the Trading Address) supporting their finance agreements. These lenders are owed approximately £100m. These lenders incurred significant shortfalls following the collection / sale of their assets and these shortfalls rank as an unsecured claim in the Administration. The Joint Administrators will account for the sale of these assets when adjudicating on the creditors' claims in due course.

The remaining 46 lenders do not have recourse to any assets underlying their hire purchase agreements and amounts owed to them will be unsecured claims in the Administration.

Aviation

The Joint Administrators are aware of three asset-based lenders who claim ownership of certain of Aviation's assets (principally aircraft but also a small amount of broadcast assets). These lenders have identified their assets, being six helicopters, two jets as well as the broadcast assets.

As set out in the asset realisation section of this report, five helicopters and two jets were recovered by the leasing companies, while the cannibalised helicopter was sold for the benefit of Aviation's Administration.

Debts due to lenders

The total amount of asset-based lending to the Group as at the Appointment Dates is estimated to be £285.399m (which includes CYBG's indebtedness). It should be noted that some lenders hold cross guarantees with other entities within the Group. Claims from lenders received to date are as follows:

Company / Category	£
Television – CYBG	5,011,399
Television – excluding CYBG	273,498,604
Aviation – Direct Lending	582,485
Aviation – Cross Guarantees	131,748,415
Holdings – Direct Lending	7,656,868
Holdings – Cross Guarantees	199,886,160

These amounts may be subject to accruing interest and charges, while CYBG's balance does not account for the asset realisations. Please note that the above table includes claims from lenders who have notified the Joint Administrators of their claim, and in a small number of cases, estimates of some lenders' claims where the debt has yet to be quantified. It is also noted that further lenders may have cross guarantees with other entities within the Group that have yet to be notified to the Joint Administrators. Any lender who has not yet notified the Joint Administrators of its claim, or any cross guarantees should do so. The variance to the amounts reported in the Proposals can be due to lenders' claims being quantified from previous estimates used.

The Aviation direct lending figure has reduced from the Proposals following receipt of further information from Lenders which showed a number of claims previously noted as direct lending were instead claims under cross guarantees.

At this stage, the lenders' claims have not been adjudicated upon. A further update will be provided in the Joint Administrators' next progress report.

4.4 Unsecured Creditors – Non-Lenders

Television

As reported in the Proposals, according to Television's records unsecured creditors totalled approximately £2.67m as at the Appointment Date. Following the Joint Administrators' investigations during the Reporting Period, along with the receipt of further proof of debt forms, creditor claims have increased to £4.79m, as set out below:

Creditor	£
HMRC	154,647
Trade and expense creditors – claims received	1,835,277
Trade and expense creditors – records (no claim)	613,706
Intercompany	1,132,520
Employees (unsecured element)	1,051,981
Total	4,788,131

Please note that the intercompany debt has increased since the Proposals as further outstanding balances due from Aviation were located in Television's records.

It is currently anticipated there will be a return to unsecured creditors (subject to HMRC's secondary preferential creditor claim), however the quantum and timing is uncertain as it is depending on asset realisations and the costs of the Administration and the anticipated Creditors' Voluntary Liquidation.

Aviation

As reported in the Proposals, according to Aviation's records, unsecured non-preferential creditors totalled approximately £674k as at the Appointment Date. Following the Joint Administrators' investigations during the Reporting Period, and the receipt of further proofs of debt from creditors, creditor claims have increased to £1.02m, as set out below:

Creditor	£
HMRC	39,831
Trade and expense creditors – claims received	335,465
Trade and expense creditors – records (no claim)	334,858
Intercompany	115,382
Employees (unsecured element)	197,987
Total	1,023,523

It is currently anticipated there will be a return to unsecured creditors (subject to HMRC's secondary preferential creditor claim), however the quantum and timing is uncertain as it is depending on asset realisations and the costs of the Administration and the anticipated Creditors' Voluntary Liquidation.

Holdings

Holdings is a non-trading entity and therefore its records showed no unsecured creditors (other than the lenders) however two claims totalling £846 have been received to date.

It is currently anticipated there will be insufficient realisations to allow a return to unsecured creditors.

Aircraft

Aircraft is a non-trading entity and therefore its records did not show any unsecured creditors. The Joint Administrators have not been made aware it guaranteed any other Group liabilities.

It is currently anticipated there will be insufficient realisations to allow a return to unsecured creditors.

4.5 Prescribed Part

Aviation, Holdings and Aircraft are not subject to any floating charges and therefore, the Prescribed Part provisions do not apply.

Television granted a floating charge to NatWest on 8 August 2001. Since this charge was before 15 September 2003, the Prescribed Part provisions will not apply. CYBG's charge does not contain a floating charge.

5. Other Matters

5.1 Creditors' Committee

The Joint Administrators invited creditors to form a Creditors' Committee for each of the Companies.

A Creditors' Committee for Television was formed during the Reporting Period and it is composed of five members. Since being formed the Joint Administrators formally met with the Creditors' Committee on three occasions and have been in regular contact regarding asset realisations, investigations, costs and ongoing Administration strategy.

The Creditors' Committee consists of the following members:

1. Shawbrook Bank Limited
2. Lombard North Central Plc
3. ABN AMRO Asset Based Finance N.V., UK Branch
4. Close Leasing Ltd
5. Macquarie Corporate and Asset Finance 2 Limited

Creditors' Committees were not established for Aviation, Holdings or Aircraft.

5.2 Joint Administrators' Receipts and Payments Accounts

Detailed receipts and payments account for the Reporting Period for each of the Companies are shown at Appendix 3.

5.3 Statement of Creditors' Rights

Further information regarding the remuneration and expenses of the Joint Administrators, including creditors' rights to challenge such costs is provided at Appendix 7, Statement of Creditors' Rights.

6. Fees, Expenses and Pre-Administration Costs

6.1 Fees and Expenses

6.1.1 Time Costs

Time has been charged in six-minute units. Details of the time charged for the Reporting Period are attached at Appendix 5.

Television

Time costs incurred by Television in the Reporting Period total £2,095,379 which represents 5,153 hours at an average hourly rate of £407. These costs exceed the fee estimate provided in the Proposals however further fee approval is proposed to be sought from the Creditors' Committee in due course. The fee estimate as set out in the Proposals and totalling £1,900,398, was approved by the Creditors' Committee on 2 February 2022. The basis of the Joint Administrators' remuneration, being on a time costs basis, was also approved on 2 February 2022 by the Creditors' Committee.

The milestones that have been significantly exceeded are strategy and planning and investigations. While the strategy and planning tasks anticipated at the time of the fee estimate has been undertaken, the complexity of the case has resulted in these tasks incurring more time than initially anticipated (due to a combination of taking more time than originally anticipated, and requiring the input of higher-grade staff, charged at a higher rate).

Significant work has been undertaken in relation to investigating the affairs of Television, and the actions of the Directors, prior to the Administration. Additional investigation work has been identified during the ongoing analysis (such as the third-party claim over OBY), which the Joint Administrators intend on completing in order to benefit the creditors of Television and maximise realisations. It is expected that the additional work will lead to an increased return to Television's creditors as the Joint Administrators are considering a number of claims / actions that are expected to increase the return to the Administration estate.

Aviation

Time costs incurred by Aviation in the Reporting Period total £171,509 which represents 522 hours at an average hourly rate of £329. The fee estimate, as set out in the Proposals and totalling £250,360, was approved by creditors on 10 January 2022, following a vote by correspondence decision procedure, together with the basis of the Joint Administrators' remuneration, being on a time costs basis.

It is not currently anticipated the Joint Administrators will exceed the approved fee estimate for the Administration.

Holdings

Time costs incurred by Holdings in the Reporting Period total £125,564 which represents 452 hours at an average hourly rate of £278. The fee estimate, as set out in the Proposals and totalling £100,697, was approved by Creditors on 10 January 2022, following a vote by correspondence decision procedure, together with the basis of the Joint Administrators' remuneration, being on a time costs basis.

The milestone that has been exceeded is investigations. The complexity of the case has resulted in the investigations tasks incurring more time than initially anticipated (due to a combination of taking more time than originally anticipated, and requiring the input of higher-grade staff, charged at a higher rate). Significant work has been undertaken in relation to investigating the affairs of Holdings, and the actions of the Directors, prior to the Administration.

Aircraft

Time costs incurred by Aircraft in the Reporting Period total £36,720 which represents 116 hours at an average hourly rate of £318. The fee estimate, as set out in the Proposals and totalling £100,195. These costs therefore do not exceed the original fee estimate. However, the fee estimate for Aircraft has not been approved as no creditors voted on the decision procedure. Approval for the fees (and basis of remuneration) will be sought at a later date, in the event there are sufficient realisations to allow the drawing of remuneration, which is currently unlikely.

It is not envisaged the Joint Administrators will exceed the fee estimate.

In accordance with SIP 9, the Joint Administrators have provided further narrative detail of the time costs incurred at Appendix 6.

6.1.2 Fees

In the Reporting Period, the Joint Administrators of Television have drawn remuneration of £650,000 in accordance with the fee approval provided by the Creditors' Committee on 2 February 2022. No fees have been drawn in the Reporting Period for Aviation, Holdings or Aircraft.

Details of the total fees drawn by Joint Administrators are detailed in the receipts and payments accounts attached at Appendix 3.

6.1.3 Expenses

Expenses are any payments from the Administration which are neither an Administrator's remuneration nor a distribution to a creditor or member. Expenses also include disbursements. Disbursements are payments which are first met by an Administrator and then reimbursed to the Administrator from the Administration.

Expenses are divided into those that do not need approval before they are charged to the Administration (Category 1) and those that do (Category 2).

Category 1 Expenses are payments to persons providing the service to which the expense relates who are not an associate of the Administrator.

Category 2 Expenses are payments to associates or which have an element of shared costs and require approval from creditors in the same manner as the Administrator's remuneration, whether paid directly from the estate or as a disbursement.

The Joint Administrators provided in their Proposals report to creditors an estimate of expenses for the Administration, which totalled the following:

- Television - £1,515,076;
- Aviation - £125,720;
- Holdings - £6,820; and
- Aircraft - £6,820.

This was for information purposes only and could possibly change over the course of the Administration.

Appendix 4 also details the expenses incurred and paid for the Reporting Period.

- Television - In the Reporting Period, Category 1 Expenses of £3,632,843 were incurred of which £2,061,081 was paid. In the same period, Category 2 Expenses incurred totalled £34,783 of which £17,295 was paid.
- Aviation - In the Reporting Period, Category 1 Expenses of £148,027 were incurred and of which £36,288 was paid. In the same period, Category 2 Expenses incurred totalled £11,451, of which £11,226 was paid.

- Holdings - In the Reporting Period, Category 1 Expenses of £6,849 were incurred and of which £519 was paid. In the same period, Category 2 Expenses incurred totalled £225 and have not been paid.
- Aircraft - In the Reporting Period, Category 1 Expenses of £1,197 were incurred and of which none have been paid. In the same period, Category 2 Expenses incurred totalled £20 and have also not been paid.

Category 2 Expenses were paid in accordance with creditor approval on 10 January 2022 for Aviation and Holdings, and 2 February 2022 for Television. Approval for Category 2 Expenses to be drawn from Aircraft has not been approved due to no creditors voting in the decision procedure.

Where the initial expenses estimates have been materially exceeded, reasons for this are included within the notes section at Appendix 4.

6.1.5 Additional Information

Also attached at Appendix 6 is a narrative summary of the work carried out to assist creditors in understanding the progress of the Administrations, the associated costs and expenses of the related activities and the financial benefit to creditors.

Details of how to obtain further information relating to the fees and expenses of the Joint Administrators is set out in Appendix 7.

6.2 Pre-Administration Costs

The Joint Administrators incurred pre-appointment expenses of £159,729. A detailed breakdown of these costs is provided below.

Pre-Administration costs	Paid (£)	Unpaid (£)	Total (£)
Kroll – time costs (Television)	30,550	-	30,550
Kroll – time costs (Aviation)	-	4,443	4,443
Agent's fees – SIA (Aviation)	32,854	-	32,854
Agent's fees – Hickman Shearer (Television)	22,490	-	22,490
Legal fees – Addleshaw Goddard (Television)	42,563	-	42,563
Legal fees – Addleshaw Goddard (Aviation)	-	10,675	10,675
Legal fees – Addleshaw Goddard (Holdings)	-	10,675	10,675
Legal fees – Addleshaw Goddard (Aircraft)	-	1,972	1,972
Legal disbursements – Addleshaw Goddard (Television)	3,507		3,507
Total	131,964	27,765	159,729

On 2 February 2022 the pre-Administration costs were approved by the Creditors' Committee, to be paid from the assets of Television. On 10 January 2022 the pre-Administration costs for Aviation and Holdings were approved by creditors via a decision by correspondence.

Approval was not obtained for the pre-Administration costs of Aircraft to be paid as no creditors participated in the decision procedure.

7. Future Strategy

7.1 Future Conduct of the Administration

The Joint Administrators will continue to manage the affairs, the business and the property of the Companies in order to achieve the purpose of the Administrations. This will include but not be limited to:

- Paying outstanding costs of the Administrations;
- Finalising all asset realisations and reconciling the proceeds and costs with Hickman Shearer and CAGP.
- Pursuing all avenues of investigation in order to benefit the creditors;
- Moving the Companies into Creditors' Voluntary liquidation (if applicable).
- Paying a dividend to Secured, Preferential and unsecured creditors, where relevant; and
- Dealing with other statutory matters and duties including accounting for VAT and completing corporation tax returns.

7.2 Future Reporting

The Joint Administrators will provide a further progress report within one month of 11 November 2022 or earlier if the Administrations have been ended prior to that time. It is currently anticipated that Television and Aviation will be placed into Creditors' Voluntary Liquidation, while the Administrations of Holdings and Aircraft will likely end ahead of the first-year anniversary and exit to dissolution.

If you require further information or assistance, please do not hesitate to contact Joss Mitchison off this office, or email arena@kroll.com.

Yours faithfully

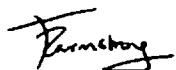
For and on behalf of

Arena Television Limited

Arena Aviation Limited

Arena Holdings Limited

Arena Aircraft Limited



Robert Armstrong

Joint Administrator

Enc.

The affairs, business and property of the Companies are being managed by the Joint Administrators, Benjamin Wiles and Robert Armstrong, who act as agents for the Companies and without personal liability. Both are licensed by the Insolvency Practitioners Association.

Appendix 1 – Statutory Information

Company information

Company and trading name	Arena Television Limited	
Date of incorporation	25 May 1988	
Registered Number	02261678	
Company Directors	Richard Yeowart and Robert Hopkinson	
Company Secretary	Richard Yeowart	
Shareholder	Arena Holdings Limited (In Administration) – 100% of issued share capital	
Trading address	Hangar 4, 5 & 7 Redhill Aerodrome Kings Mill Lane Redhill RH1 5JY	
Registered office	Current: The Shard 32 London Bridge Street London SE1 9SG	Former: 17 Hanover Square London W1S 1BN
Any Other trading names	Not applicable	

Administration information

Administration Appointment	The Administration appointment granted in High Court of Justice, Property and Business Court of England and Wales, 002106 of 2021	
Appointor	The Court	
Appointment Date	12 November 2021	
Joint Administrators	Benjamin Wiles and Robert Armstrong	
Original purpose	Achieving a better result for Television's Creditors as a whole than would be likely if the company were wound up (without first being in Administration)	
Functions	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1 to the Act	
Current Administration expiry date	11 November 2022	
Prescribed Part	The Prescribed Part is not applicable in this case.	

Company information

Company and trading name	Arena Aviation Limited	
Date of incorporation	13 September 1995	
Registered Number	03101572	
Company Directors	Richard Yeowart and Robert Hopkinson	
Company Secretary	Richard Yeowart	
Shareholders	Arena Holdings Limited (In Administration) -- 100% of issued share capital	
Trading address	Hangar 527 Churchill Way Biggin Hill Aerodrome TN16 3BN	
Registered office	Current: The Shard 32 London Bridge Street London SE1 9SG	Former: 17 Hanover Square London W1S 1BN
Any Other trading names	Arena Jet	

Administration information

Administration Appointment	The Administration appointment granted in High Court of Justice, Property and Business Court of England and Wales, 002138 of 2021	
Appointor	The Court	
Appointment Date	18 November 2021	
Joint Administrators	Benjamin Wiles and Robert Armstrong	
Original purpose	Achieving a better result for the Aviation's Creditors as a whole than would be likely if the company were wound up (without first being in Administration)	
Functions	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1 to the Act	
Current Administration expiry date	17 November 2022	
Prescribed Part	The Prescribed Part is not applicable in this case.	

Company information

Company and trading name	Arena Holdings Limited	
Date of incorporation	2 December 1993	
Registered Number	02877168	
Company Directors	Richard Yeowart and Robert Hopkinson	
Company Secretary	Richard Yeowart	
Shareholders	Richard Yeowart – 98.98% of issued share capital Stephen Hayter – 0.02% of issued share capital	
Trading address	N/A	
Registered office	Current: The Shard 32 London Bridge Street London SE1 9SG	Former: 17 Hanover Square London W1S 1BN
Any Other trading names	Not Applicable	

Administration information

Administration Appointment	The Administration appointment granted in High Court of Justice, Property and Business Court of England and Wales, 002139 of 2021	
Appointor	The Court	
Appointment Date	18 November 2021	
Joint Administrators	Benjamin Wiles and Robert Armstrong	
Original purpose	Achieving a better result for the Holdings' Creditors as a whole than would be likely if the company were wound up (without first being in Administration)	
Functions	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1 to the Act	
Current Administration expiry date	17 November 2022	
Prescribed Part	The Prescribed Part is applicable in this case.	

Company information

Company and trading name	Arena Aircraft Limited	
Date of incorporation	26 May 1988	
Registered Number	02389721	
Company Directors	Richard Yeowart and Robert Hopkinson	
Company Secretary	Richard Yeowart	
Shareholders	Arena Holdings Limited (In Administration) – 100% of issued share capital	
Trading address	N/A	
Registered office	Current: The Shard 32 London Bridge Street London SE1 9SG	Former: 17 Hanover Square London W1S 1BN
Any Other trading names	Not applicable	

Administration information

Administration Appointment	The Administration appointment granted in High Court of Justice, Property and Business Court of England and Wales, 002157 of 2021	
Appointor	The Court	
Appointment Date	19 November 2021	
Joint Administrators	Benjamin Wiles and Robert Armstrong	
Original purpose	Achieving a better result for the Aircraft's Creditors as a whole than would be likely if the company were wound up (without first being in Administration)	
Functions	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1 to the Act	
Current Administration expiry date	18 November 2022	
Prescribed Part	The Prescribed Part is applicable in this case.	

Appendix 2 – Approved Proposals

The following proposals were deemed approved by the creditors of each of the Companies, separately, on 10 January 2022 without modification:

General

- To continue to deal with such outstanding matters in relation to each of the Companies as the Joint Administrators consider necessary until such time as the Administrations ceases to have effect;
- To do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Act, as they, in their sole and absolute discretion, consider desirable or expedient in order to achieve the purpose of the Administrations;
- To investigate and, if appropriate, pursue any claims each of the Companies may have for the benefit of each of the Companies' Creditors; and
- Seek an extension to the Administrations if considered necessary.

Distributions

- To make distributions to the Secured and Preferential Creditors where funds allow;
- To make distributions to the Unsecured Creditors from the prescribed part, where applicable.
- To make further distributions to the Unsecured Creditors over and above the prescribed part, if funds become available and apply to court for authority to do so, where applicable.

End of Administration

That the Joint Administrators might use any or a combination of the following exit route strategies in order to bring the Administrations to an end:

- Place the Companies into Creditors' Voluntary Liquidation if deemed appropriate. It is proposed that the Joint Administrators, currently Benjamin Wiles and Robert Armstrong of Kroll, would act as Joint Liquidators should the Companies be placed into Creditors' Voluntary Liquidation. The Creditors may nominate a different person as the proposed Liquidator, provided the nomination is received at this office prior to the approval of these Proposals. Any action required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them;
- Petition the Court for a winding-up order placing the Companies into Compulsory Liquidation if deemed appropriate. It is proposed that the Joint Administrators, currently Benjamin Wiles and Robert Armstrong of Kroll, would act as Joint Liquidators should the Companies be placed into Compulsory Liquidation without further recourse to Creditors. Any action required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them;

- Take the necessary steps to give notice of move from Administration to dissolution with the Registrar of Companies if the Joint Administrators consider that Liquidation is not appropriate because (1) the Companies have no remaining property which might permit a distribution to their Creditors, and (2) all outstanding matters have been satisfactorily completed.

The Joint Administrators have also successfully sought of the following proposals by way of a decision by correspondence, other than Television, which was approved by the Creditors' Committee:

Television – approved by the Creditors' Committee on 2 February 2022

- That the 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.
- That the Joint Administrators' Fee Estimate provided at Appendix 5 in the total sum of £1,900,398, is approved.
- That the Joint Administrators be authorised to pay Category 2 Expenses to associates, per the Proposals report, in dealing with the Administration.
- That the unpaid pre-Administration costs totalling £99,110, as detailed in the Joint Administrators' statement of pre-Administration costs, are approved for payment as an expense of the Administration.
- That the Joint Administrators be discharged from all liability in respect of any actions as Joint Administrators upon filing and appropriate notice with the Registrar of Companies or their appointment otherwise ceasing.

Aviation – approved by creditors via a vote by correspondence on 10 January 2022

- That the 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.
- That the Joint Administrators' Fee Estimate provided at Appendix 5 in the total sum of £250,360, is approved.
- That the Joint Administrators be authorised to pay Category 2 Expenses to associates, per the Proposals report, in dealing with the Administration.
- That the unpaid pre-Administration costs totalling £47,972, as detailed in the Joint Administrators' statement of pre-Administration costs, are approved for payment as an expense of the Administration.
- Where a Creditors' Committee is formed, the Joint Administrators will seek to obtain approval from the Creditors' Committee.
- The Joint Administrators be discharged from all liability in respect of any actions as Joint Administrators upon filing their final Receipts and Payments account with the Registrar of Companies or their appointment otherwise ceasing.

Holdings – approved by creditors via a vote by correspondence on 10 January 2022

- That the 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.
- That the Joint Administrators' Fee Estimate provided at Appendix 5 in the total sum of £100,697, is approved.
- That the Joint Administrators be authorised to pay Category 2 Expenses to associates, per the Proposals report, in dealing with the Administration.
- That the unpaid pre-Administration costs totalling £10,675, as detailed in the Joint Administrators' statement of pre-Administration costs, are approved for payment as an expense of the Administration.
- Where a Creditors' Committee is formed, the Joint Administrators will seek to obtain approval from the Creditors' Committee.
- The Joint Administrators be discharged from all liability in respect of any actions as Joint Administrators upon filing their final Receipts and Payments account with the Registrar of Companies or their appointment otherwise ceasing.

Aircraft – resolutions not yet approved

The following resolutions have not been approved, in respect of Aircraft:

- That the 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;
- That the Joint Administrators' Fee Estimate provided at Appendix 5 in the total sum of £100,195, is approved;
- That the Joint Administrators be authorised to pay Category 2 Expenses to associates, per the Proposals report, in dealing with the Administration;
- That the unpaid pre-Administration costs totalling £1,972, as detailed in the Joint Administrators' statement of pre-Administration costs, are approved for payment as an expense of the Administration; and
- The Joint Administrators be discharged from all liability in respect of any actions as Joint Administrators upon filing their final Receipts and Payments account with the Registrar of Companies or their appointment otherwise ceasing.

As noted earlier in the report, the Joint Administrators will only seek approval of their remuneration (quantum and basis), Category 2 Expenses and pre-Administration costs in the event there are sufficient realisations to allow such costs to be discharged. The Joint Administrators expect to apply to the Court for their discharge to be granted.

Appendix 3 – Receipts and Payments Accounts

Arena Television Limited (In Administration)

Analysis of the Joint Administrators' Receipts and Payments Account for the Reporting Period

Statement of Affairs*	The Reporting Period from 12 November 2021 to 11 May 2022
(£)	(£)
Floating Charge Asset Realisations	
Auction Proceeds	2,500,000.80
OB Vehicles & Associated Equipment	1,912,857.28
Administration Funding	250,000.00
Insurance Refund	15,191.73
Cash at Bank	9,784.19
Repayment of Employee Expenses	4,937.00
Bank Interest Gross	1,451.98
Pre-Administration Refunds	391.66
Wind down / Property Holding Costs	(335,886.36)
	4,358,728.28
Floating Charge Costs of Realisations	
Joint Administrators' Remuneration	(650,000.00)
Joint Administrators' Disbursements	(17,759.68)
Legal Fees	(1,200,209.00)
Legal Disbursements	(302,173.33)
Repayment of Administration Funding	(292,690.00)
Agent's Fees	(148,434.00)
Percival Coachworks - OBW Build	(44,286.67)
Legal Fees Pre Insolvency	(42,563.00)
Insurance of Assets	(33,783.30)
Pre Insolvency Remuneration	(30,550.00)
Agent's Fees Pre-Insolvency	(20,870.00)
Agent's Disbursements	(8,599.55)
Accountants' Fees	(5,095.00)
Legal Disbursements Pre Insolvency	(3,507.10)
Storage Costs	(2,820.58)
Employment Rights Consultants	(2,430.00)
Stationery & Postage	(1,731.41)
Agent's Disbursements Pre-Insolvency	(1,620.39)
IT Costs	(326.67)
Transcription Services	(146.00)
Bank Charges	(111.80)
Statutory Advertising	(99.45)
	(2,809,806.93)
- Balance	1,548,921.35
Represented By	
Floating/Main Current Account	1,646,029.52
VAT Payable	(250,000.00)
VAT Receivable	152,891.83
	1,548,921.35

* No Statement of Affairs has been provided.

Arena Television Limited (In Administration)

Analysis of the Joint Administrators' Receipts and Payments Account for the Reporting Period

**Statement of
Affairs*****The Reporting Period
from 12 November 2021
to 11 May 2022****(£)****(£)****Wind down / Property Holding Costs**

Employees - December Wages	(80,009.68)
Rent & Service Charge - Redhill	(24,296.82)
Insurance - property	(6,340.86)
Repairs & Maintenance	(937.00)
Employee Vehicle Expenses	(383.42)
Security	(17,633.26)
Cleaning Costs	(3,704.50)
Income Tax & National Insurance	(24,494.77)
Costs to Recharge to Hickman Shearer**	(130,771.93)
Pension Contributions	(11,358.16)
Repair and Maintenance for Damaged Assets	(2,402.06)
Accrued Annual leave	(27,105.94)
Waste Collection Fees	(3,643.07)
Redhill Utilities	(2,804.89)

Total**(335,886.36)****Trading Deficit****(335,886.36)**

* No Statement of Affairs has been provided.

** This balance is subject to a final reconciliation and is expected to alter. There are also expected to be costs incurred by Hickman Shearer offset against this balance. This will be reconciled and reported to creditors in due course.

Arena Aviation Limited (In Administration)

Analysis of the Joint Administrators' Receipts and Payments Account for the Reporting Period

Statement of Affairs*	The Reporting Period from 18 November 2021 to 17 May 2022
(£)	(£)
Floating Charge Asset Realisations	
Aircraft Equipment and Accessories	67,041.96
Property Rates Refund	6,550.68
Bank Interest Gross	0.22
	73,592.86
Floating Charge Costs of Realisations	
Agent's Fees	(30,000.00)
Security	(11,226.20)
Agent's Disbursements	(1,968.61)
Re-Direction of Mail	(1,557.00)
Storage Costs	(1,371.05)
Employment Rights Consultants	(950.00)
Insurance of Assets	(221.54)
Stationary & Postage	(219.97)
	(47,514.37)
<hr/> - Balance	<hr/> 26,078.49 <hr/>
Represented By	
Floating/Main Current Account	25,571.49
VAT Receivable	507.00
	<hr/> 26,078.49 <hr/>

* No Statement of Affairs has been provided.

** These costs refer to the wind down and property holding costs

*** SIA realised the 'Aircraft Equipment and Accessories' on behalf of the Joint Administrators and hold funds on account.

Arena Holdings Limited (In Administration)

Analysis of the Joint Administrators' Receipts and Payments Account for the Reporting Period

Statement of
Affairs*

The Reporting Period
from 18 November 2021
to 17 May 2022

(£)	(£)
Floating Charge Asset Realisations	
Cash at Bank	13,088.66
	13,088.66
Floating Charge Costs of Realisations	
Re-Direction of Mail	(519.00)
	(519.00)
<hr/> - Balance	<hr/> 12,569.66 <hr/>

Represented By

Floating/Main Current Account

12,569.66

12,569.66

* No Statement of Affairs has been provided.

Arena Aircraft Limited (In Administration)

Analysis of the Joint Administrators' Receipts and Payments Account for the Reporting Period

Statement of Affairs*		The Reporting Period from 19 November 2021 to 18 May 2022	
(£)			(£)
	Floating Charge Asset Realisations		
	Cash at Bank		3,232.10
			<u>3,232.10</u>
<hr/>			
-	Balance		<u><u>3,232.10</u></u>
	Represented By		
	Floating/Main Current Account		3,232.10
			<u>3,232.10</u>
			<u><u>3,232.10</u></u>

* No Statement of Affairs has been provided.

Appendix 4 – Analysis of Expenses Incurred

Arena Television Limited (In Administration) Joint Administrators' Expenses for the Administration					Reporting Period Amount Incurred		Initial Expenses Estimate (£)	Variance to Proposals (£)
Notes	Company/Organisation	Type of Expense	Activity	Fee Basis	Amount Paid (£)	Amount Unpaid (£)		
1	Professional Advisors (Category 1 Expenses)							
2	SIA Group Ltd	Agent's Fees & Disbursements	Dealing with the Company's motor vehicles and other ad-hoc valuation advice	Time Costs	-	49,773.92	40,000.00	(9,773.92)
3	Addleshaw Goddard LLP	Legal fees and disbursements	Legal advice in relation to the ongoing investigations into the Company's affairs and ad hoc legal matters arising in the Administration.	Time Costs	1,502,382.33	527,656.17	1,205,000.00	(625,038.50)
4	LB Group Limited	Accountancy Fees	Preparation of post-Appointment corporation tax returns and ad-hoc tax advice	Time Costs	2,950.00	-	15,000.00	12,050.00
5	Hickman Shearer Ltd	Agent's Fees & Disbursements	Valuation of the Company's assets	Time Costs	157,033.55	-	156,942.55	(91.00)
5	Hickman Shearer Ltd	Agent's Fees & Disbursements	Sale of Company assets as of 13 December 2021	Time Costs & % of Recoveries	-	837,000.00	Uncertain	-
6	Hickman Shearer Ltd	Recharged Costs	Costs incurred whilst in occupation of the Trading Premises	As Incurred	130,771.93	-	-	(130,771.93)
7	Evolve IS Limited	Professional Fees & Disbursements	Advice and assistance in relation to employee claims	Fixed Fee Per Unit	2,430.00	-	3,500.00	1,070.00
8	AUA Insolvency Risk Services	Professional Fees & Disbursements	Insurance of the Company's Assets	As Incurred	33,783.30	-	Uncertain	-
	McKenzies ATD Ltd	Accountancy Fees	Payroll calculations and preparation of P45s	As Incurred	2,145.00	-	-	(2,145.00)
	Verasseti Ltd	IT Services	Recovery of Arena Management Database	Fixed Fee	326.67	-	-	(326.67)
	AKD Services	Transcription Services	Transcription services provided during investigation interviews		146.00	-	-	(146.00)
	Other suppliers (Category 1 Expenses)							
9	Ansarada	Data Room	Data room for interested parties concerning the sale of business	Fixed Fee Per Unit	-	299.00	299.00	-
10	Accurate Mailing Services Ltd	Stationary & Postage	Stationery and postage	As Incurred	1,731.41	-	500.00	(1,231.41)
11	Courts Advertising Limited	Statutory Compliance	Statutory advertising	Fixed Fee Per Unit	99.45	-	94.50	(4.95)
12	Total Data Management	Statutory Compliance	Storage costs	Fixed Fee Per Unit	2,820.58	-	6,000.00	3,179.42
13	Biffa Waste Services Limited	Waste Collection	Waste collection services at the Trading Premises	As Incurred	430.15	-	-	(430.15)
13	Cox Skips Ltd	Waste Collection	Waste collection services at the Trading Premises	As Incurred	3,212.92	-	-	(3,212.92)
13	SJM Cleaning	Site cleaning	Cleaning of the Trading Address	Weekly Charge	3,704.50	-	-	(3,704.50)
13	Redhill Aerodrome	Property Costs	Rent and Insurance at the Trading Address	Monthly Charge	30,637.68	-	-	(30,637.68)
13	NJB Recycling	Property Costs	Recycling charges	As Incurred	300.00	-	-	(300.00)
13	Fire Training & Services Ltd	Property Costs	Fire Safety Compliance	As Incurred	637.00	-	-	(637.00)
14	Canon (UK) Limited	Repairs	Repairs of assets	As Incurred	1,862.05	-	-	(1,862.05)
14	Vitec Production Solutions Ltd	Repairs	Repairs of assets	As Incurred	540.01	-	-	(540.01)
13	Various Providers	Property Costs	Utility costs at the Trading Address	As Incurred	2,804.89	-	-	(2,804.89)
13	Veritas Property Management Ltd.	Property Costs	Security costs	As Incurred	187.74	-	-	(187.74)
13	Spy Alarms Ltd	Property Costs	Security costs	As Incurred	164.50	-	-	(164.50)
13	Secom Plc	Property Costs	Security costs	As Incurred	35.82	-	-	(35.82)
15	Percival Coachworks	Asset Realisations	Repairer's lien	As Incurred	44,286.67	-	-	(44,286.67)

16	GQS Finance Ltd	Statutory Compliance	Administration funding repayment	As Incurred	292,690.00		-	(292,690.00)
Total Category 1 Expenses					2,218,114.15	1,414,729.09	1,427,336.05	(1,334,723.89)
17	Category 2 Expenses							
18	Bordereau	AON UK Ltd	Bond premium	Fixed Fee	-	225.00	225.00	-
	Travel				-	3,227.15	1,000.00	(2,227.15)
2	SIA Group Ltd	Security Provider	Providing security over the Company's assets	Time Costs	17,295.20	-	37,771.00	20,475.80
	Subsistence				-	726.80	750.00	23.20
	Sundry				-	1,389.60	1,000.00	(389.60)
	Premium Credit				-	10,994.24	10,994.24	-
19	Mileage	Travel to Company premises		As Incurred	-	925.39	1,000.00	74.61
21	Relativity	Investigation software package	Review of email correspondence using Relativity software	Monthly fee	-	-	15,000.00	15,000.00
22	Kroll Asset Tracing	Agent's Fees	Tracing of assets for the Joint Administrators	Time Costs	-	-	20,000.00	20,000.00
Total Category 2 Expenses					17,295.20	17,488.18	87,740.24	52,956.86
Total					2,235,409.35	1,432,217.27	1,515,076.29	(1,281,767.03)

Notes to the Expenses Schedule

- The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform the work, the complexity and nature of the assignment and the basis of their fee. Category 1 Expenses are payments to independent third parties where there is specific expenditure directly referable to the Administration.
- The Joint Administrators instructed agents to assist with the disposal of company vehicles and other ad-hoc non-core business asset valuations / disposals. The sale of these assets will lead to a direct benefit to creditors. The costs of the security may be split between Television and Aviation appropriately. This amount is slightly higher than previously anticipated due to the disbursements (c£13k) which included repairs to a vehicle and other sale costs.
- The solicitors have been instructed to assist with statutory compliance of the Administration. In addition, the solicitors have undertaken a significant amount of work in respect of the investigations, including the freezing order over the Directors' assets. The solicitors were also instructed to consider the validity of the Secured Creditors' security. These costs are higher than initially anticipated due to the increased level of legal advice and counsel fees required in relation to the investigations.
- The Joint Administrators will instruct accountants to complete post-appointment tax returns. This has no direct benefit to creditors but is necessary to comply with tax regulations. Ad-hoc tax advice has also been sought from LB Group in respect of VAT advice.
- The Joint Administrators instructed agents to value the Company's assets, as part of the sale of business process, which is necessary to enable the Administrators to assess bids received for the Company and assets. In addition, Hickman Shearer has undertaken a significant exercise to identify, verify and schedule all assets at the Trading Premises. This has been required to assist with the verification of assets claimed to be subject to finance agreements. Hickman Shearer will be remunerated on a commission basis for the asset disposal process.
- The Joint Administrators recharged costs to Hickman Shearer for the period of 4 January 2022 onwards whilst in occupation of the Trading Premises. These costs included employee costs, security and rent. This balance is subject to a final reconciliation and is expected to alter. Hickman Shearer also have certain costs to recharge which are not included within this number and are also subject to reconciliation and agreement.
- The Joint Administrators have instructed Evolve to assist with dealing with employees' preferential and unsecured claims as this is more cost effective.
- The Joint Administrators are required to take out insurance cover for the Company's assets and therefore have instructed AJA Insolvency Risk Services
- Costs incurred in relation to Ansarada relate to the provision of information in relation to the Company to prospective purchasers.
- It is usually more cost effective to employ an external agent to print and mail circulars to creditors and members, as required by statute.
- Statutory advertising of the Notice of Appointment in the London Gazette is required under insolvency legislation.
- Books and records of the Company will be stored off site with an external provider for one year from the conclusion of the Administration/Liquidation. In addition, it is a statutory requirement that books and records of the Joint Administrators/Liquidators must be kept for six years after the conclusion of the Administration/Liquidation.
- Costs were incurred in relation to the property, notably in respect of rent and insurance, cleaning, utilities and security.
- Costs were incurred for the repairs of certain broadcast assets. These costs allowed the assets to be realised for more than they would have been had the repairs not been carried out. This amount includes repair's lien settlement of £1,350.27.
- A payment was made to Percivals for the work undertaken pre-Administration in respect of the build of a new OB truck. For this to be released to the purchaser, the arrears needed to be settled, which resulted in a positive net return to the Administration estate.
- Administration funding in the sum of £250,000 was required to meet costs of the Administration. This payment represents the repayment of the Administration, together with interest and charges. Alternative Administration funding was sought, but could not be obtained.
- Category 2 Expenses are costs that are directly referable to the Joint Administrators but not to a payment to an associate. All Category 2 expenses need approval before payment from the Administration estate.
- It is a statutory requirement for insolvency practitioners to have a bond on each case to which they are appointed. The cost is based on the value of the assets.
- The Joint Administrators made a payment to Premium Credit Limited to ensure the director and officer insurance policy did not lapse. This expense would typically be paid of the Administration estate bank account; however, it has been paid out of the Kroll client account due to insufficient funds in the Administration. This may result in a direct benefit for creditors, in the event a successful claim can be brought under the policy.
- Travel costs incurred by Kroll employees traveling to the Company's site.
- The use of Relativity to review data stored by the Company's could which has been sent and received via email, which will be used to assist the Joint Administrators investigations, which may result in a direct benefit to creditors in due course.

22 Kroll asset tracing is being utilised by the Joint Administrators in order to assist them with their investigations. This may result in a direct benefit for creditors in due course.

These estimates may change over the course of the Administration, but creditors will be informed of any variations with associated reasons in the Joint Administrators' progress reports.

*All amounts exclude VAT.

Arena Aviation Limited (In Administration) Joint Administrators' Expenses for the Administration					Reporting Period Amount Incurred		Initial Expenses Estimate (£)	Variance to Proposals (£)
Notes	Company/Organisation	Type of Expense	Activity	Fee Basis	Amount Paid (£)	Amount Unpaid (£)		
1	Professional Advisors (Category 1 Expenses)							
2	SIA Group Ltd	Agent's Fees & Disbursements	Valuation of Aviation assets	Time Costs & % of Recoveries	32,259.61	55,849.39	35,000.00	(53,109.00)
3	Addleshaw Goddard LLP	Legal fees	Legal advice in relation to the sale of the business and assets, assisting with investigations into Aviation's affairs and ad hoc matters arising in the Administration	Time Costs	-	16,804.75	25,000.00	8,195.25
4	Goodwin Procter (UK) LLP	Legal fees	Legal advice in respect of the lease agreements of the leased jets	Time Costs	-	38,934.80	60,000.00	21,065.20
5	LB Group Limited	Accountancy Fees	Preparation of post-Appointment corporation tax returns	Time Costs	-	-	2,500.00	2,500.00
6	Evolve IS Limited	Professional Fees & Disbursements	Advice and assistance in relation to employee claims	Fixed Fee Per Unit	950.00	-	950.00	-
7	AUA Insolvency Risk Services	Professional Fees & Disbursements	Insurance of Aviation Assets	As Incurred	221.54	-	Uncertain	-
	Other suppliers (Category 1 Expenses)						-	-
8	Accurate Mailing Services Ltd	Statutory Compliance	Stationery and postage	As Incurred	219.97	55.70	500.00	224.33
9	Courts Advertising Limited	Statutory Compliance	Statutory advertising	Fixed Fee Per Unit	-	99.45	94.50	(4.95)
10	Royal Mail Group Ltd	Statutory Compliance	Mail Redirection	As Incurred	1,557.00	-	-	(1,557.00)
11	Total Data Management	Statutory Compliance	Storage costs	Fixed Fee Per Unit	1,080.05	-	1,000.00	(80.05)
12	Total Category 1 Expenses				36,288.17	111,744.09	125,044.50	(22,766.22)
12	Category 2 Expenses							
2	SIA Group Ltd	Security Provider	Security for Aviation assets	Time Costs	11,226.20	-	-	(11,226.20)
13	Bordereau	AON UK Ltd	Bond premium	Fixed Fee	-	225.00	225.00	-
	Travel				-	-	250.00	250.00
	Sundry				-	-	200.00	200.00
	Total Category 2 Expenses				11,226.20	225.00	675.00	(10,776.20)
	Total				47,514.37	111,969.09	125,719.50	(33,542.42)

- Notes to the Expenses Schedule**
- 1 The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform the work, the complexity and nature of the assignment and the basis of their fee. Category 1 Expenses are payments to independent third parties where there is specific expenditure directly referable to the Administration.
- 2 The Joint Administrators instructed agents to value the Aviation's assets and provide security for the Trading Premises and Biggin Hill, as part of the asset sale process, which is necessary to enable the Administrators to assess bids received for Aviation and assets, which resulted in a direct benefit for creditors. SIA also liaised with the jet and helicopter lessors, and ensured their security, allowing for the jet deposits to be collected. These costs are higher than initially anticipated as the repatriation of the jets and helicopters took longer than initially anticipated.
- 3 Legal costs incurred do not generally provide a direct benefit to creditors, except where these relate to the sale of business, or recovery of assets. Other legal costs incurred are required to ensure compliance with legal and statutory requirements. This has no direct benefit to creditors but is required for compliance purposes. Any legal fees relating to the investigations have the potential to benefit creditors directly dependent on any recoveries.

4 Solicitors have been instructed to review the plane leases to assist with the return of the deposits from the lessors, which has resulted in a return to creditors. Goodwin Procter has billed in USD and the amount has been
5 converted at £0.8:\$1.
6 The Joint Administrators expect to instruct accountants to complete post-appointment tax returns. This has no direct benefit to creditors but is necessary to comply with tax regulations.
7 The Joint Administrators have instructed Evolve to assist with dealing with employees' preferential and unsecured claims as this is more cost effective.
8 The Joint Administrators are required to take out insurance cover for Aviation's assets and therefore have instructed AUA Insolvency Risk Services. Insurance has now been cancelled.
9 It is usually more cost effective to employ an external agent to print and mail circulars to creditors and members, as required by statute.
10 Statutory advertising of the Notice of Appointment in the London Gazette is required under insolvency legislation.
11 Mail redirection to ensure that the company's post is redirected effectively to the Joint Administrators.
12 Books and records of Aviation will be stored off site with an external provider for one year from the conclusion of the Administration/Liquidation. In addition, it is a statutory requirement that books and records of the Joint
13 Administrators/Liquidators must be kept for six years after the conclusion of the Administration/Liquidation.
Category 2 Expenses are costs that are directly referable to the Joint Administrators but not to a payment to an associate. All Category 2 expenses need approval before payment from the Administration estate.
It is a statutory requirement for insolvency practitioners to have a bond on each case to which they are appointed. The cost is based on the value of the assets.

These estimates may change over the course of the Administration, but creditors will be informed of any variations with associated reasons in the Joint Administrators' progress reports.

*All amounts exclude VAT.

Arena Holdings Limited (In Administration) Joint Administrators' Expenses for the Administration						Reporting Period Amount Incurred		Initial Expenses Estimate (£)	Variance to Proposals (£)
Notes	Company/Organisation	Type of Expense	Activity	Fee Basis	Amount Paid (£)	Amount Unpaid (£)			
1	Professional Advisors (Category 1 Expenses)								
2	Addleshaw Goddard LLP	Legal fees	Ad hoc legal advice with regards to matters arising in the Administration.	Time Costs	-	6,235.25	5,000.00	(1,235.25)	
3	LB Group Limited	Accountancy Fees	Preparation of post-appointment corporation tax returns	Time Costs	-	-	1,000.00	1,000.00	
	Other suppliers (Category 1 Expenses)								
4	Accurate Mailing Services Ltd	Statutory Compliance	Stationery and Postage	As Incurred	-	81.85	500.00	418.15	
5	Courts Advertising Limited	Statutory Compliance	Statutory advertising	Fixed Fee Per Unit	-	99.45	94.50	(4.95)	
6	Royal Mail Group Ltd	Statutory Compliance	Mail Redirection	As Incurred	519.00	-	-	(519.00)	
	Total Category 1 Expenses					519.00	6,416.55	6,594.50	(341.05)
7	Category 2 Expenses								
8	Bordereau	AON UK Ltd	Bond Premium	Fixed Fee	-	225.00	225.00	-	
	Total Category 2 Expenses					519.00	225.00	225.00	-
	Total					519.00	6,641.55	6,819.50	(341.05)

- Notes to the Expenses Schedule**
- 1 The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform the work, the complexity and nature of the assignment and the basis of their fee. Category 1 Expenses are payments to independent third parties where there is specific expenditure directly referable to the Administration.
- 2 Legal costs incurred do not generally provide a direct benefit to creditors, except where these relate to the sale of business, or recovery of assets. Other legal costs incurred are required to ensure compliance with legal and statutory requirements. This has no direct benefit to creditors but is required for compliance purposes. Any legal fees relating to the investigations have the potential to benefit creditors directly dependent on any recoveries.
- 3 The Joint Administrators expect to instruct accountants to complete post-appointment tax returns. This has no direct benefit to creditors but is necessary to comply with tax regulations.
- 4 It is usually more cost effective to employ an external agent to print and mail circulars to creditors and members, as required by statute.
- 5 Statutory advertising of the Notice of Appointment in the London Gazette is required under insolvency legislation.
- 6 Mail redirection to ensure that the company's post is redirected effectively to the Joint Administrators.
- 7 Category 2 Expenses are costs that are directly referable to the Joint Administrators but not to a payment to an associate. All Category 2 Expenses need approval before payment from the Administration estate.
- 8 It is a statutory requirement for insolvency practitioners to have a bond on each case to which they are appointed. The cost is based on the value of the assets.
- These estimates may change over the course of the Administration, but creditors will be informed of any variations with associated reasons in the Joint Administrators' progress reports.
- *All amounts exclude VAT.

Arena Aircraft Limited (In Administration) Joint Administrators' Expenses for the Administration					Reporting Period Amount Incurred				
Notes	Company/Organisation	Type of Expense	Activity	Fee Basis	Amount Paid (£)	Amount Unpaid (£)	Initial Expenses Estimate (£)	Variance to Proposals (£)	
1	Professional Advisors (Category 1 Expenses)								
2	Addeshaw Goddard LLP	Legal fees	Ad hoc legal advice in respect of matters arising in the Administration.	Time Costs	-	1,102.00	5,000.00	3,898.00	
3	LB Group Limited	Accountancy Fees	Preparation of post-appointment corporation tax returns	Time Costs	-	-	1,000.00	1,000.00	
	Other suppliers (Category 1 Expenses)								
4	Accurate Mailing Services Ltd	Statutory Compliance	Stationery and Postage	As Incurred	-	-	500.00	500.00	
5	Courts Advertising Limited	Statutory Compliance	Statutory advertising	Fixed Fee Per Unit	-	99.45	94.50	(4.95)	
6	Total Category 1 Expenses					-	1,201.45	6,594.50	5,393.05
6	Category 2 Expenses								
7	Bordereau	AON UK Ltd	Bond Premium	Fixed Fee	-	20.00	225.00	205.00	
	Total Category 2 Expenses					-	20.00	225.00	205.00
	Total					-	1,221.45	6,819.50	5,598.05

Notes to the Expenses Schedule

1 The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform the work, the complexity and nature of the assignment and the basis of their fee. Category 1

2 Expenses are payments to independent third parties where there is specific expenditure directly referable to the Administration.

3 Legal costs incurred do not generally provide a direct benefit to creditors, except where these relate to the sale of business, or recovery of assets. Other legal costs incurred are required to ensure compliance with legal and statutory requirements. This has no

4 direct benefit to creditors but is required for compliance purposes. Any legal fees relating to the investigations have the potential to benefit creditors directly dependent on any recoveries.

5 The Joint Administrators expect to instruct accountants to complete post-appointment tax returns. This has no direct benefit to creditors but is necessary to comply with tax regulations.

6 It is usually more cost effective to employ an external agent to print and mail circulars to creditors and members, as required by statute.

7 Statutory advertising of the Notice of Appointment in the London Gazette is required under insolvency legislation.

Category 2 Expenses are costs that are directly referable to the Joint Administrators but not to a payment to an associate. All Category 2 Expenses need approval before payment from the Administration estate.

It is a statutory requirement for insolvency practitioners to have a bond on each case to which they are appointed. The cost is based on the value of the assets.

These estimates may change over the course of the Administration, but creditors will be informed of any variations with associated reasons in the Joint Administrators' progress reports.

*All amounts exclude VAT.

Appendix 5 – Analysis of Time Charged

Arena Television Limited (In Administration)

Analysis of the Joint Administrators' time costs for the Pre Appointment Period

	Managing Director	Hours Manager	Senior	Assistant	Total Hours	Time Cost (£)	Avg Hourly Rate (£)
Administration and Planning							
Dealing With Notice of Intention to Appoint	14.50	0.00	0.00	0.00	14.50	9,425.00	650.00
Dealings with Directors and Management	0.00	4.00	0.00	0.00	4.00	2,660.00	665.00
Financial Review	2.30	0.00	0.00	0.00	2.30	1,495.00	650.00
Strategy, Planning & Control	4.50	15.00	0.00	5.40	24.90	13,590.00	545.78
					45.70	27,170.00	
Creditors							
Dealings With Creditors and Employees	4.50	0.00	0.00	0.00	4.50	2,925.00	650.00
Secured Creditors	0.70	0.00	0.00	0.00	0.70	455.00	650.00
					5.20	3,380.00	
Realisation of Assets							
Financial Review and Investigations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
					0.00	0.00	
Total Hours:	26.50	19.00	0.00	5.40	50.90		600.20
Total Fees Claimed (£):	17,675.00	11,795.00	0.00	1,080.00		30,550.00	

Arena Aviation Limited (In Administration)

Analysis of the Joint Administrators' time costs for the Pre Appointment Period

		Hours			Total	Time	Avg Hourly
	Managing	Manager	Senior	Assistant	Hours	Cost	Rate
	Director					(£)	(£)
Administration and Planning							
Strategy, Planning & Control	0.00	9.50	0.00	0.00	9.50	4,227.50	445.00
					9.50	4,227.50	
Realisation of Assets							
Financial Review & Investigations	0.00	0.00	1.00	0.00	1.00	215.00	215.00
					1.00	215.00	
Total Hours:	0.00	9.50	1.00	0.00	10.50		423.10
Total Fees Claimed (£):	0.00	4,227.50	215.00	0.00		4,442.50	

Arena Television Limited (In Administration)

Analysis of the Joint Administrators' time costs for the Reporting Period

	Hours				Total Hours	Time Cost (£)	Avg Hourly Rate (£)
	Managing Director	Manager	Senior	Assistant			
Administration and Planning							
Case Review & Case Diary Management	5.00	9.40	0.00	17.65	32.05	11,364.00	354.57
Cashiering & Accounting	0.00	26.40	0.00	149.70	176.10	41,247.50	234.23
Dealings with Directors & Management	0.00	8.10	0.00	9.40	17.50	7,061.50	403.51
IPS Set up & Maintenance	0.00	0.20	0.00	13.90	14.10	2,649.00	187.87
Insurance	0.00	26.80	0.00	5.10	31.90	13,924.50	436.50
Statutory Matters (Meetings, Reports & Notices)	15.70	61.40	0.60	198.00	275.70	89,432.00	324.38
Strategy, Planning & Control	190.50	211.95	16.50	315.70	734.65	308,992.50	420.60
Tax Compliance / Planning	0.00	7.50	0.00	16.20	23.70	8,347.50	352.22
					1,305.70	483,018.50	369.93
Creditors							
Creditors Committee	12.10	36.30	0.00	2.50	50.90	27,990.50	549.91
Dealings with Creditors & Employees	30.70	148.60	0.00	451.90	631.20	225,061.00	356.56
Non Pref Creditor Claims Adjudication & Distribution	0.00	0.00	0.00	1.00	1.00	160.00	160.00
Non Pref Creditors / Employee Claims Handling	0.00	0.00	0.00	10.20	10.20	1,632.00	160.00
Pref Creditor Claims Adjudication & Distribution	0.00	1.10	0.00	0.00	1.10	731.50	665.00
Secured Creditors	84.70	4.20	0.00	0.00	88.90	65,348.00	735.07
					783.30	320,923.00	409.71
Investigations							
CDDA Reports & Communications	0.00	25.20	0.00	13.40	38.60	16,060.50	416.08
Financial Review and Investigations	171.90	1,295.35	363.25	566.60	2,397.10	952,546.00	397.37
Forensic Sales Ledger Investigation	22.70	31.60	0.00	18.80	73.10	41,061.00	561.71
					2,508.80	1,009,667.50	402.45
Realisation of Assets							
Book Debts	2.00	9.10	0.00	0.00	11.10	7,111.50	640.68
Freehold and Leasehold Property	0.00	25.80	0.00	2.40	28.20	12,862.50	456.12
Hire Purchase and Leased Assets	0.00	32.60	0.00	36.20	68.80	24,133.50	350.78
Other Intangible Assets	0.00	0.80	0.00	10.40	11.20	3,276.26	292.52
Other Tangible Assets	0.00	52.70	0.00	23.40	76.10	29,330.66	385.42
Plant, Machinery, Fixtures & Motor Vehicles	19.50	62.80	0.00	0.00	82.30	54,143.00	657.87
Sale of Business	18.00	112.10	0.00	23.40	153.50	73,846.50	481.08
					431.20	204,703.92	474.73
Trading							
Trading - Employees	0.00	61.20	0.00	0.00	61.20	37,002.00	604.61
Trading - Insurance	0.00	0.90	0.00	0.00	0.90	598.50	665.00
Trading - Operations	0.00	61.50	0.00	0.00	61.50	39,465.50	641.72
					123.60	77,066.00	623.51
Total Hours:	572.80	2,313.60	380.35	1,885.85	5,152.60		406.66
Total Fees Claimed (£):	425,305.00	1,143,241.66	99,588.00	427,244.26		2,095,378.92	

Arena Aviation Limited (In Administration)

Analysis of the Joint Administrators' time costs for the Reporting Period

	Hours				Total Hours	Time Cost (£)	Avg Hourly Rate (£)
	Managing Director	Manager	Senior	Assistant			
Administration and Planning							
Case Review & Case Diary Management	0.00	5.10	0.00	10.35	15.45	4,437.00	287.18
Cashiering & Accounting	0.00	3.70	0.00	14.00	17.70	4,259.00	240.62
IPS Set up & Maintenance	0.00	0.00	0.00	0.70	0.70	140.00	200.00
Insurance	0.00	3.10	0.00	1.50	4.60	1,744.50	379.24
Statutory Matters (Meetings, Reports & Notices)	0.00	8.70	0.60	37.45	46.75	12,613.50	269.81
Strategy, Planning & Control	4.00	3.60	0.00	15.70	23.30	8,014.00	343.95
Tax Compliance / Planning	0.00	0.40	0.00	0.70	1.10	462.00	420.00
					109.60	31,670.00	288.96
Creditors							
Dealings with Creditors & Employees	0.00	14.90	0.00	54.20	69.10	22,439.50	324.74
Non Pref Creditor Claims Adjudication & Distribution	0.00	0.00	0.00	0.10	0.10	28.00	280.00
Non Pref Creditors / Employee Claims Handling	0.00	3.40	0.00	1.40	4.80	2,247.00	468.13
Pref Creditor Claims Adjudication & Distribution	0.00	0.10	0.00	0.00	0.10	66.50	665.00
					74.10	24,781.00	334.43
Investigations							
CDDA Reports & Communications	0.00	4.00	0.00	4.20	8.20	3,022.00	368.54
Financial Review and Investigations	3.50	9.45	210.25	24.75	247.95	70,935.50	286.09
Forensic Sales Ledger Investigation	0.00	6.50	0.00	0.10	6.60	3,883.50	588.41
					262.75	77,841.00	296.25
Realisation of Assets							
Freehold and Leasehold Property	0.00	18.00	0.00	12.40	30.40	13,304.50	437.65
Hire Purchase and Leased Assets	0.00	3.20	0.00	5.30	8.50	3,128.00	368.00
Other Tangible Assets	0.00	7.30	0.00	0.30	7.60	3,347.50	440.46
Plant, Machinery, Fixtures & Motor Vehicles	0.00	5.70	0.00	0.00	5.70	3,790.50	665.00
Sale of Business	0.00	0.00	0.00	0.40	0.40	80.00	200.00
					52.60	23,650.50	449.63
Trading							
Trading - Employees	0.00	17.40	0.00	0.00	17.40	10,353.00	595.00
Trading - Operations	0.00	5.40	0.00	0.00	5.40	3,213.00	595.00
					22.80	13,566.00	595.00
Total Hours:	7.50	119.95	210.85	183.55	521.85		328.65
Total Fees Claimed (£):	5,625.00	67,119.50	57,416.00	41,348.00		171,508.50	

Arena Holdings Limited (In Administration)

Analysis of the Joint Administrators' time costs for the Reporting Period

	Hours				Total Hours	Time Cost (£)	Avg Hourly Rate (£)
	Managing Director	Manager	Senior	Assistant			
Administration and Planning							
Case Review & Case Diary Management	0.00	4.40	0.00	7.35	11.75	3,566.00	303.49
Cashiering & Accounting	0.00	0.90	0.00	5.80	6.70	1,463.50	218.43
IPS Set up & Maintenance	0.00	0.00	0.00	0.50	0.50	108.00	216.00
Statutory Matters (Meetings, Reports & Notices)	0.00	8.50	0.60	34.20	43.30	11,938.50	275.72
Strategy, Planning & Control	4.00	1.80	0.00	3.70	9.50	4,537.00	477.58
Tax Compliance / Planning	0.00	0.00	0.00	0.50	0.50	100.00	200.00
					72.25	21,713.00	300.53
Creditors							
Dealings with Creditors & Employees	0.00	2.20	0.00	2.50	4.70	2,091.00	444.89
					4.70	2,091.00	444.89
Investigations							
CDDA Reports & Communications	0.00	3.60	0.00	3.90	7.50	2,782.00	370.93
Financial Review and Investigations	3.50	0.00	327.50	34.30	365.30	97,893.00	267.98
					372.80	100,675.00	270.05
Realisation of Assets							
Other Intangible Assets	0.00	0.40	0.00	0.00	0.40	266.00	665.00
Other Tangible Assets	0.00	1.30	0.00	0.70	2.00	819.00	409.50
					2.40	1,085.00	452.08
Total Hours:	7.50	23.10	328.10	93.45	452.15		277.70
Total Fees Claimed (£):	5,625.00	11,525.00	89,308.00	19,106.00		125,564.00	

Arena Aircraft Limited (In Administration)

Analysis of the Joint Administrators' time costs for the Reporting Period

	Hours				Total Hours	Time Cost (£)	Avg Hourly Rate (£)
	Managing Director	Manager	Senior	Assistant			
Administration and Planning							
Case Review & Case Diary Management	0.00	4.10	0.00	8.25	12.35	3,632.50	294.13
Cashiering & Accounting	0.00	0.80	0.00	3.50	4.30	1,007.50	234.30
IPS Set up & Maintenance	0.00	0.00	0.00	0.40	0.40	80.00	200.00
Statutory Matters (Meetings, Reports & Notices)	0.00	8.40	0.60	25.85	34.85	10,224.00	293.37
Strategy, Planning & Control	7.50	3.80	0.00	3.80	15.10	8,144.50	539.37
Tax Compliance / Planning	0.00	0.00	0.00	0.70	0.70	128.00	182.86
					67.70	23,216.50	342.93
Investigations							
CDDA Reports & Communications	0.00	2.80	0.00	2.40	5.20	1,984.00	381.54
Financial Review and Investigations	0.00	25.00	0.00	17.05	42.05	11,240.00	267.30
					47.25	13,224.00	279.87
Realisation of Assets							
Other Intangible Assets	0.00	0.30	0.00	0.00	0.30	199.50	665.00
Other Tangible Assets	0.00	0.00	0.00	0.40	0.40	80.00	200.00
					0.70	279.50	399.29
Total Hours:	7.50	45.20	0.60	62.35	115.65		317.51
Total Fees Claimed (£):	5,625.00	18,219.00	228.00	12,648.00		36,720.00	

Appendix 6 – Fee Narratives

The Companies' SIP 9 narrative for the Reporting Period

Administration and planning

- Monitoring and reviewing the Administration strategies;
- Briefing staff on the Administration strategies and matters in relation to workstreams;
- Regular case management and reviewing of process including regular team update meetings and calls;
- Meeting with management to review and update strategy and monitor progress;
- Reviewing and authorising junior staff correspondence and other work;
- Dealing with queries arising during the appointments;
- Reviewing matters affecting the outcome of the Administrations;
- Allocating and managing staff / case resourcing and budgeting exercises and reviews;
- Liaising with legal advisors regarding various instructions, including agreeing content of engagement letters;
- Updating estimated outcome statements;
- Completing case reviews at regular intervals;
- Preparing and publishing the Proposals; and
- Complying with internal filing and information recording practices, including documenting strategy decisions.

Creditors

- Updating the lists of unsecured creditors;
- Responding to enquiries from creditors regarding the Administrations and submission of their claims;
- Dealing with former employees' claims and queries;
- Correspondence with the Redundancy Payments Service regarding former employees' claims;
- Reconciling the position of outstanding pension contributions prior to the Joint Administrators' appointment and corresponding with the relevant pension scheme providers;
- Submitting the necessary information to the Redundancy Payments Service regarding outstanding pension contributions;
- Reviewing completed forms submitted by creditors, recording claim amounts and maintaining claim records;
- Providing written and oral updates to the Secured Creditors and lenders regarding the progress of the Administrations and case strategies;
- Reviewing all lender information provided to the Joint Administrators;
- Attending all lender and steering committee meetings and written updates; and

- For Television, dealing with the establishment of a Creditors' Committee and holding meetings, including the preparation of presentations ahead of each meeting.

Investigations

- Collecting the Companies' books and records;
- Analysing and reviewing the Companies' books and records;
- Investigating the affairs of the Companies to identify any actions available to the Companies against third parties in respect of antecedent transactions or other litigation;
- Obtaining records from third parties;
- Conducting interviews with counterparties and officeholders;
- Enquiring with counterparties who has raised disputes against the Companies;
- Obtaining a backup of the Companies' financial and IT records;
- The recovery of email accounts deleted prior to the Appointment Date;
- Completing a forensic image of the IT assets at the Trading Address and recovery of other owned IT assets from third parties;
- Commencing an interrogation of email accounts for the Directors and other key individuals;
- Detailed analysis of hire purchase and leasing agreements in relation to the Companies' finances;
- Extensive analysis regarding related party transactions and abscondment of the Directors;
- Corresponding with banks regarding the Companies' bank accounts and obtaining statements;
- Analysis of the Companies' bank statements for the ten-year period leading up to the appointment dates;
- Reviewing pre-Administration transactions;
- Liaising with solicitors and counsel in respect of ongoing investigations into the Companies' affairs;
- Successfully obtaining a worldwide freezing injunction and proprietary injunction;
- Submission of the Joint Administrators' statutory report on the Directors' conduct to the BEIS for each of the Companies;
- Assisting with and attending to information requests from the Serious Fraud Office;
- Assisting with and attending to information requests from HMRC;
- Documenting the Joint Administrators' investigations; and
- Liaising with the Directors' Trustees in Bankruptcy in respect of mutual co-operation into the Companies' and the Directors' affairs.

Statutory and compliance

- Ensuring compliance with all statutory obligations within the relevant timescales;

- Uploading information to the Creditors' Portals;
- Running decision procedures;
- Filing notices with Companies House at relevant intervals;
- Reviewing time costs to date and producing analysis of time incurred which is compliant with SIP 9;
- Monitoring the fees estimates; and
- Monitoring the expenses estimates.

Cashiering

- Making payments to suppliers and journals of funds received;
- Monitoring receipts into the Companies' bank accounts; and
- Renewing bonding and complying with statutory requirements.

Asset realisations

- Collating information from the Companies' records regarding assets, specifically compiling historical company records on motor vehicles, records of purchase and part exchange trading on the vehicles;
- For Aviation, collating information from the Aviation's records regarding assets, specifically compiling historical company records on aircraft, records of purchase and part exchange trading on the aircraft;
- Undertaking an accelerated marketing and sale process of Television and Aviation's business and assets;
- Correspondence with potential purchasers of the business and assets;
- Liaising with the interested parties and facilitating site visits;
- Creating and uploading documents to the online data room;
- For Television, liaising with Hickman Shearer in respect of the offers received;
- For Television, liaising with Hickman Shearer in respect of the asset disposal strategy adopted following the sale of business process ceasing;
- Liaising with SIA in respect of vehicle collections and the associated proceeds;
- For Aviation, liaising with SIA in respect of the sale of the aircraft related assets;
- Reconciling the sales undertaken by Hickman Shearer and funds remitted to the Administration estate;
- Reconciling the re-charged costs due to be settled by Hickman Shearer;
- Regular strategy calls with Hickman Shearer to agree the ongoing realisations strategy and timeframe and exit of the premises;
- Liaising with hire purchase lenders in respect of the sale process;
- Liaising with finance companies in respect of assets subject to finance agreements;

- Liaising with agents regarding the sale of assets and details of the auctions;
- Liaising with suppliers on retention of title claims;
- Liaising with suppliers regarding assets under repair;
- Reviewing outstanding debtors and management of debt collection strategy;
- Communicating with landlords regarding rent; property occupation and other property issues;
- Liaising with third parties regarding costs incurred;
- Collecting and paying rent due on Television and Aviation's remaining premises;
- Reviewing and agreeing invoices for both Television and Aviation;
- Recovering cash at bank for the Companies;
- Liaising with the DVLA in respect of vehicles sold;
- Assisting and coordinating retained employees on site;
- Processing retained employees' payroll and pension contributions;
- Reviewing costs incurred to ensure recorded accurately; and
- Arranging payments to agents and solicitors in a timely manner.

Tax

- Analysing and considering the tax effects of asset sales;
- Working on tax returns relating to the periods affected by the Administrations;
- Analysing VAT related transactions; reviewing the Companies' duty positions to ensure compliance with duty requirements;
- Regular correspondence with HMRC regarding the pre-appointment tax positions of the Companies; and
- Dealing with post appointment tax compliance.

Appendix 7 – Statement of Creditors' Rights

Rule numbers refer to Insolvency (England & Wales) Rules 2016 (as amended)

Section or paragraph numbers refer to Insolvency Act 1986

If you require a copy of any relevant rule or section, please contact Joss Mitchison at Arena@kroll.com.

Information for Creditors on Remuneration and Expenses of Administrators

Information regarding the fees and expenses of Administrators, including details of the expenses policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "Administration: A Creditor's Guide to Insolvency Practitioner Fees". This can be viewed and downloaded from Kroll's website at:

<https://www.kroll.com/en-gb/services/restructuring-advisory/creditor-guides-and-employee-fact-sheets>

Should you require a copy, please contact this office.

Creditors' Requests for Further Information

If you would like to request more information about the Joint Administrators' remuneration and expenses disclosed in this progress report, you must do so in writing within 21 days of receiving this progress report.

Requests from unsecured creditors must be made with the concurrence of at least 5% in value of unsecured creditors (including, the unsecured creditor making the request) or with the permission of the Court.

Creditors' Right to Challenge Our Remuneration and Expenses

If you wish to challenge the basis of the Joint Administrators' remuneration, the remuneration charged, or the expenses incurred during the period covered by this progress report, you must do so by making an application to Court within eight weeks of receiving this progress report.

Applications are by unsecured creditors (including the unsecured creditors making the challenge) or with the permission of the Court.

The full text of the relevant rules can be provided on request by writing to Joss Mitchison at Arena@kroll.com.

Appendix 8 – Definitions

Word or Phrase	Definition
ABN AMBRO Asset Based Finance N.V., UK Branch	ABN AMBRO Asset Based Finance N.V., UK Branch (Company Number: BR016670)
the Act	The Insolvency Act 1986 (as amended)
Addleshaw Goddard / the Solicitors	Addleshaw Goddard LLP (Company Number: OC318149)
the Agents	Hickman Shearer and SIA Group independent agents who were instructed to value and sell the assets of the Companies
Aircraft	Arena Aircraft Limited (In Administration) (Company Number: 02389721)
the Appointment Date	12 November 2021, being the date of appointment of the Joint Administrators for Television; 18 November 2021, being the date of appointment of the Joint Administrators for Aviation and Holdings; 19 November 2021, being the date of appointment of the Joint Administrators for Aircraft.
AUA Insolvency Risk Services	AUA Insolvency Risk Services Limited (Company Number: 06273355)
British Gas	British Gas Services Limited (Company Number: 03141243)
BEIS	Department for Business, Energy & Industrial Strategy
Biggin Hill	Hangar 527, Churchill Way, Biggin Hill, Aerodrome, TN16 3BN
Biggin Hill Airport	Biggin Hill Airport Limited (Company Number: 02891822)
BOA	Bank of America Leasing, being the owner of the two private planes situated at Biggin Hill
BT	BT Group plc (Company Number: 04190816)
CAGP	CA Global Partners Limited (Company Number: 09328203)
Castle Water	Castle Water Limited (Company Number: SC475583)
Category 1 Expenses	The Joint Administrators' expenses, in dealing with the Administration, to persons providing the service to which the expense relates and who are not an associate of the Administrator. These expenses can be paid without prior approval

Category 2 Expenses	The Joint Administrators' expenses, in dealing with the Administration, to associates or where there is an element of shared costs. Such expenses require approval by creditors before payment
Claranet	Claranet Limited (Company Number: 03152737)
Close Leasing	Close Leasing Limited (Company Number: 06377532)
the Company	Arena Television Limited (In Administration) (Company Number: 02261678)
the Companies / the Group	Arena Television Limited, Arena Aviation Limited, Arena Holdings Limited and Arena Aircraft Limited (All In Administration)
The Court	The High Court of Justice, Business and Property Courts of England and Wales
Creditors' Committee	A Creditors Committee was approved by a vote by correspondence for Television on 10 January 2022.
Creditors' Portal	A website to which the Joint Administrators will be uploading the majority of the documents they issue in the Administration to, being https://www.ips-docs.com/
CYBG	Clydesdale Yorkshire Bank Group plc, with whom the Company has an invoice discounting facility. CYBG also holds security over three OB trucks and 13 cameras by way of a hire purchase agreement with the Company
the Directors	Richard Yeowart and Robert Hopkinson, the directors of the Companies
E.ON	E.ON UK plc (Company Number: 02366970)
GQS Finance	GQS Finance Limited (Company Number: 09528138)
Hickman Shearer	Hickman Shearer Limited (Company Number: 09556189)
Hilton-Baird Group	Hilton-Baird Group LLP (Company Number: OC346792)
HMRC	HM Revenue and Customs
Holdings	Arena Holdings Limited (In Administration) (Company Number: 02877168)
the Joint Administrators	Benjamin Wiles and Robert Armstrong of Kroll Advisory Ltd., The Shard, 32 London Bridge Street, London, SE1 9SG,
Kroll	Kroll Advisory Ltd. (Company Number: 05568550)

Lombard	Lombard North Central Public Limited Company (Company Number: 00337004)
Macquarie Corporate and Asset Finance 2 Limited	Macquarie Corporate and Asset Finance 2 Limited (Company Number: 08253764)
NatWest	National Westminster Bank Plc
OB trucks	Outside broadcast trucks
Operator's Licence	Goods Vehicle Operator's Licence issued by the Office of the Traffic Commissioner
Percival Coachworks	Percival Coachworks Limited (Company Number: 06001467)
Preferential Creditor	A creditor with a claim that ranks in priority to other unsecured creditors, to floating charge holders and the Prescribed Part. Preferential debts are either primary, such as certain employee claims, or secondary, such as HMRC's claims for VAT and PAYE income tax, which will rank for payment after the primary preferential claims are paid in full.
the Prescribed Part	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003 a designated amount of the Company's net property (floating charge assets less costs of realisation) shall be made available to unsecured creditors
Proposals	The Joint Administrators' Statement of Proposals dated 21 December 2021
Redhill Aerodrome	Redhill Aerodrome Trading Limited (Company Number: 03002772)
RPS	Redundancy Payments Service
the Rules	The Insolvency (England & Wales) Rules 2016 (as amended)
The Reporting Period	The period 12 November 2021 to 11 May 2022 for Television; the period 18 November 2021 to 17 May 2022 for Holdings and Aviation; and the period 19 November 2021 to 18 May 2022 for Aircraft.
the Secured Creditor	NatWest, the holder of a fixed and floating charge over Television's assets
Shawbrook Bank Limited	Shawbrook Bank Limited (Company Number: 00388466)
SIA	SIA Group Asset Ingenuity Limited (Company Number: 07371821)

SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and expenses
SOA	Statement of Affairs, documentation requested from the Directors outlining the Companies' financial position as at the Appointment Date
Television	Arena Television Limited (In Administration) (Company Number: 02261678)
Trading Address	Hangars 4, 5 & 7, Redhill Aerodrome, Kings Mill Lane, Redhill, Surrey RH1 5JY
Trustees in Bankruptcy	Joanne Wright and Andrew Knowles of Kroll Advisory Ltd., The Chancery, 58 Spring Gardens, Manchester, M2 1EW
TUPE	The Transfer of Undertaking (Protection of Employment) Regulations 2006
Zen Internet	Zen Internet Limited (Company Number: 03101568)

Appendix 9 – Notice About This Report

This report has been prepared by Benjamin Wiles and Robert Armstrong, the Joint Administrators of the Companies, solely to comply with their statutory duty to report to creditors under the Insolvency (England and Wales) Rules 2016 on the progress of the Administrations, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purposes, or in any other context.

This report has not been prepared in contemplation of it being used, and is not suitable to be used, to inform any investment decision in relation to the debt of any financial interest in the Companies or any other company in the same group.

Any estimated outcomes for creditors included in this report are illustrative only and cannot be relied upon as guidance as to the actual outcomes for creditors.

Any person that chooses to rely on this report for any purpose or in any context other than under the Insolvency (England and Wales) Rules 2016 does so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any responsibility and will not accept any liability in respect of this report to any such person.

Benjamin Wiles and Robert Armstrong are authorised to act as insolvency practitioners by the Insolvency Practitioners Association.

The Joint Administrators are bound by the Insolvency Code of Ethics.

The Joint Administrators act as agents for the Companies and contract without personal liability. The appointments of the Joint Administrators are personal to them and, to the fullest extent permitted by law, Kroll Advisory Ltd. does not assume any responsibility and will not accept any liability to any person in respect of this progress report or the conduct of the Administration.