The Insolvency Act 1986

# Statement of administrator's proposals

Company number Name of Company 04441320 Revolver Entertainment Limited Court case number High Court of Justice, Chancery Division 2662 of 2013 [full name of court]

We (a) Cameron Gunn, Mark Supperstone and Simon Harris of ReSolve Partners LLP, One America Square, Crosswall, London, EC3N 2LB

attach a copy of our proposals in respect of the administration of the above company

A copy of these proposals was sent to all known creditors on (b) 12 June 2013

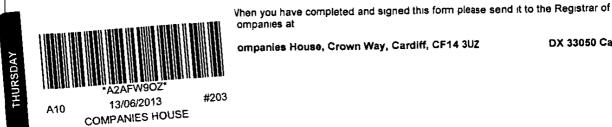
ompanies at

Dated 12 JWE 2013

#### Contact Details:

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

ReSolve Partners LLP		
One America Square, Crosswali, Londo	n, EC3N	2LB
	····	Tei 020 7702 9775
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ompanies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

Revolver Entertainment Limited in Administration (the Company)

Joint Administrators' report and proposals pursuant to Paragraph 49 of Schedule B1 to the Insolvency Act 1986 for the period 19 April 2013 to 12 June 2013

12 June 2013

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#### 1 INTRODUCTION

I was appointed, together with my colleagues Cameron Gunn and Simon Harris, as Joint Administrator of Revolver Entertainment Limited (the Company) on 19 April 2013 at the High Court of Justice following an application by the Company's Director pursuant to Paragraph 12 of Schedule B1 of the Insolvency Act 1986 (the Act)

This report to creditors and the proposals enclosed set out the information required by, and to discharge our duties pursuant to, Paragraphs 3 and 49 of Schedule B1 of the Act and Rule 2 33(1) and (2) of the Insolvency Rules 1986 (as amended) (the Rules)

# 2 BACKGROUND AND EVENTS LEADING UP TO THE APPOINTMENT OF ADMINISTRATORS

#### 2 1 Company background

The Company was incorporated in 2002 by Mr Marciano, who had been involved in the film industry for many years, having established Revolver Films Limited (RFL), an associated company, in 1997

However, the Company did not commence trading until 2008 when it agreed to act as the distribution agent for RFL. The distribution included the production and sale of DVDs to major online, on demand and high street retailers, including Amazon, BT Vision and HMV. The manufacturing and distribution of DVD stock was carried out by Sony DADC UK Limited (SDL). The rights were exploited in the UK and Ireland.

The Company initially shared premises at Lambton Place, London, with RFL Initial funding was provided by RFL, an overdraft facility provided by the Company's Bank, Coutts and Co (Coutts), and a distribution and marketing advance from SDL

As well as the distribution of DVD stock, additional revenue came from cinema sales and ancillary business. In 2009, revenue had increased from £4 million to £9 million, with net profits generated being over £0.5 million. In 2010, turnover increased further, with net profits of £722,000.

During this time the business was awarded with 18 of the industry's top awards for marketing excellence and was noted as a specialist distributor of niche, youth-oriented British films

#### 2.2 Summary of trading position

A summary of the Company's trading position is shown below

Profit and loss account	Audited Year	Audited Year ended	Audited Year ended
	ended 31-Dec-05	31-Dec-10	31-Dec-11
Income			
Tumover	9 550 902	11 616 043	10 669 985
Cost of Sales	(6 469 231)	(7 621 810)	(7 732 938)
Gross Profit	3,081,671	3,994,233	2,037,047
Grose Profit Margin (%)	32%	34%	28%
Administrative Costs			
Administrative expenses	(2 261 661)	(3 181,731)	(3 199 778)
Other operating income			735 060
	(2 281 681)	(3 181 731)	(2 464 718)
EBITDA	820 010	812 502	472 329
Interest payable and similar charges	(47 510)	(50 668)	(105 492)
Profit on Ordinary activities before taxation	772 500	761 834	386 837
Tax on profit on ordinary activities	(239,276)	(40 288)	(247 618)
Net Profit	\$33,224	721,540	119,219
Net Profit Margin (%)	6%	6%	1%

Source Companies House

Balance sheet	Audited As at	Audited As at	Audited As at	Management As at
	31-Dec-09	31-Dec-10	31-Dec-11	31-Jan-13
Fixed assets	78 043	536 784	529 292	453 335
Total fixed assets	78,043	536,784	529,292	463,336
Current assets				
Trade debtors	2 995 873	4 944 963	5 909 986	2 613 048
Cash at bank and in hand	•	210 695		89 758
Stock	224 975	266 300	181 487	259 239
Total current assets	3,220,848	5,421,958	6,091,473	2,962,045
Creditors amounts falling due within one year	(3 660 211)	(4 853 915)	(5 716 746)	(5 903 508)
Total current flabilities	(3,660,211)	(4,853,915)	(5,716,746)	(5,903,508)
Net current assets/(liabilities)	(439,363)	568,043	374,727	(2,941,463)
Total assets less current liabilities	(361,320)	1,104,827	904,019	(2,488,127)
Creditors amounts failting due after more than one year	(152 807)	(897 408)	(577 381)	(639 881)
NET ASSETS	(614,127)	207,419	326,838	(3,128,008)
Capital and reserves				
Ordinary shares	1	1	1	1
P&L account	(514 128)	207 418	326 637	(3 128 009)
Shareholders funds	(614,127)	207,419	326,638	(3,128,008)

Source Management accounts and Companies House

A summary of the statutory information in relation to the Company is attached at Appendix I

# 2 3 Reasons attributable to the Company's failure

It is understood that trading continued to grow until August 2011, when a substantial sum of DVD stock was lost following a fire at SDL's warehouse. The premises were caught up in the London riots of that year. (The Company has recently been pursuing a negligence claim against its former insurance broker, details of which are provided later in this report.)

This loss impacted on the Company's ability to trade since the DVD stock it relied upon was no longer available. The decrease in revenue in 2011 amounted to eight per cent year on year, but the net profit declined sharply to just over £100,000. The timing of this coincided with a general decline in home entertainment sales, with many customers seeking resources online.

Coupled with the above, the loss of Blockbuster and HMV hit the business hard, the Company began to suffer losses, and its cash flow was severely compromised

On 18 February 2013, following the Company's failure to pay its tax liabilities, HM Revenue & Customs (HMRC) filed a petition to wind up the Company in respect of unpaid PAYE, National Insurance Contributions, Corporation Tax and VAT totalling £809,998 A hearing date for the winding up was set for 15 April 2013

Due to the Company's inability to raise further finance, the director advised staff that it was unable to meet the Company's payroll on 27 February 2013 and all staff left the office on the same day On 6 March 2013 the director contacted all staff, to confirm their redundancy

Shortly after making the staff redundant, the director sought legal advice regarding the Company's financial situation. The director concluded the Company was unable to pay its debts as and when they fell due and was also insolvent on a balance sheet basis.

It was evident the Company's assets would diminish should the Company proceed to compulsory liquidation. Accordingly, the director filed an application to appoint an Administrator on 10 April 2013 and a hearing was scheduled for 19 April 2013. At the hearing on 19 April 2013, the Company was placed into Administration and HMRC's petition was dismissed.

## 3 THE STATUTORY OBJECTIVES OF ADMINISTRATION

Pursuant to Paragraph 3 of Schedule B1 of the Act, an Administrator must perform his functions with the objective of either

(a) rescuing the Company as a going concern, or

(b) achieving a better result for the Company's creditors as a whole than would be likely if the Company were to be wound up (without first being in Administration), or

(c) realising property in order to make a distribution to one or more secured or preferential creditors

Following a review of the Company's financial position it became apparent that rescuing the Company as a going concern (objective (a) above) could not be achieved due to the Company ceasing to trade prior to administration

In view of the above, the Joint Administrators have performed their functions with a view to achieving objective (b). This was the principal basis upon which the Court ordered an Administration appointment ahead of liquidation, in particular

Saving on ad valorem fees payable on realisations in a compulsory liquidation

 Providing protection from the Company's landlord by way of moratorium This would prevent the landlord's distraining over the Company's assets, and

 Protecting the Company's book debt ledger, as customers do not have a right to apply set off as they would in liquidation

# 4 PROGRESS OF THE ADMINISTRATION TO DATE

#### Book debts

As at 31 January 2013, the Company's records indicated £678,281 being due to the Company from its customers

At this stage recoveries from the debtor ledger are uncertain \$\,\text{Significantly}\$, of the balance due, \$\,\text{\$\frac{1}{2}}\$ are uncertain \$\,\text{\$\text{Significantly}}\$, of the balance due, \$\,\text{\$\e

Recent bank statements for the period since 31 January 2013 to the date of Administration confirm various receipts have credited the account during the period. I am attempting to reconcile the ledger to determine the remaining amounts outstanding with the limited information available. Based on present information the value of the remaining ledger will be significantly less than £678,281.

Coutts have advised that funds of circa £25,000 have credited the Company's account since Administration. I have requested these funds be transferred to the Administration account

#### Insurance claim

Prior to Administration, the Company was pursuing a negligence claim against its former insurance broker. The Company's former broker failed to put in place business interruption cover for loss of profits.

The broker's failure to arrange business interruption cover had a significant impact following the fires during the London riots that took place in 2011, when a warehouse containing the Company's stock was destroyed

I am currently liaising with the Company's former advisors to establish the likelihood of any recovery and the costs associated with this action

Recoveries in this regard are presently uncertain

#### Office furniture and equipment

On appointment I contacted the director to obtain access to the Company's premises. Despite a number of requests the director failed to grant access to the property.

I received keys to the offices from the director on 30 April 2013 My agents, Edward Symmons LLP (ESL), and my colleagues eventually attended the Company's premises on 1 May 2013 to prepare an inventory of the Company's office furniture and equipment

I have instructed ESL to arrange for the removal and sale of the Company's fixtures and fittings. It should be noted that certain equipment is subject to hire purchase agreements which will need to be settled following sale of the items. Realisations in this regard are presently unknown.

The fixed asset register provided by the Company's former accountant, Nyman Libson Paul LLP, also indicates certain computer and electrical equipment which I have been unable to locate at the premises. I am currently liaising with the director regarding this matter

#### Stock

As advised earlier in this report, the Company's DVD stock was manufactured by SDL

I have not received details of the Company's stock currently held by SDL. SDL has advised they are collating the information I require, so I expect to receive this shortly

#### Cash at bank

At the date of the Administration, the Company's operating account with Courts held a credit balance of £210,415. It is expected that Courts will off-set the balance held against the Company's outstanding loans of circa £2 million in accordance with its security.

#### Leasehold property and rent deposit

The Company and RFL jointly entered into a lease at 48 and 49 Princes Place, Holland Park, London (the Property)

The Joint Administrators instructed ESL to provide a valuation of the lease. Given the present rent arrears and current passing rent, ESL do not consider the lease to have a realisable value. The Joint Administrators have therefore offered an informal surrender of the lease to the Landlord.

The landlord of the Property presently holds a rent deposit of £50,000, which is one quarter's rent, but the value to the Administration is uncertain

#### Sundry Debtors / prepayments

The Company's balance sheet as at 31 January 2013 indicates the existence of sundry debtors and prepayments totalling circa £2 million, of which approximately £1 4 million relates to accrued income

I am awaiting a detailed breakdown of the accrued income from the director together with the associated agreements. I have been advised that some of the accrued income may have been invoiced and paid since 31 January 2013. I am in the process of reviewing the position.

There are prepayments of £215,000. On review of the schedule of prepayments certain payments are not recoverable and I am awaiting further information from the director on the remainder.

The sundry debtor of £400,000 is due from Red Rooster Restaurant. I am awaiting a reconciliation of this account and details of how this sum is made up. Any recovery of this sum is currently uncertain, although the debtor does appear to be associated to the director.

#### Motor vehicle

The Company's accounts indicate a motor vehicle was acquired for £20,000 in 2009. I am yet to be provided with details of the motor vehicle, but there may be a realisable value. This will need to be ascertained by ES in due course.

#### Future revenues

I am advised that a number of customers 'self bill' in respect of pay-per-view services, and account to the Company on a monthly basis

I have contacted customers and requested that all future accounting statements be forwarded to my office. I have not been provided with contact details for all customers, despite requests to the director. Further details on the future revenues will be provided in my next report to creditors.

#### 5 STATEMENT OF AFFAIRS

In accordance with Paragraph 47 of Schedule B1 to the Act, I requested the director to provide me with a Statement of the Affairs of the Company

The director has yet to provide such a statement despite repeated requests. I will continue to request for one to be submitted. Should one fail to be submitted, I will consider including this in my report on the conduct of the director to the Department of Business Innovation and Skills

I have attached at *Appendix III*, a draft summary statement of affairs and list of members and creditors based upon certain records provided by the director since the date of my appointment as Administrator

Please note the format for the statement of affairs makes no allowance for the costs of the insolvency procedure and the costs of realising assets, and therefore cannot be relied on for an indication of any likely dividend

#### 6 RECEIPTS AND PAYMENTS

A receipts and payments account for the Company is enclosed at *Appendix IV* for your information

You will note that there have been no receipts or payments to date although Coutts does hold circa £25,000 in cash received following my appointment

#### 7 DIVIDEND PROSPECTS

#### 7 1 Dividend to secured creditors

The Company granted fixed and floating charges to Coutts over the assets of the Company Coutts' debenture was created on 2 January 2007 and registered 20 January 2007

At the date Administration, the outstanding amount due to Coutts is circa £2 million. We are currently awaiting clarification of the total sum due.

At present, no funds have been paid to Coutts A distribution under its fixed or floating charge is dependent on asset realisations, however, it is highly unlikely that Coutts will be repaid in full

#### 7 2 Dividend to preferential creditors

The Redundancy Payments Office (RPO) is continuing to process employee claims. I expect to be provided with the RPO's claim in due course. Details of employees balancing claims will be calculated following receipt of the RPO's claim.

Based on current information, it is uncertain whether any monies will be available to preferential creditors

#### 7.3 The Prescribed Part

Pursuant to Section 176A of the Act, where a floating charge is created after 15 September 2003 a "Prescribed Part" of the Company's net property shall be made available to unsecured creditors. The Prescribed Part is calculated at 50 per cent of net realisations up to £10,000 and 20 per cent of the property that exceeds this amount up to a limit of £600,000.

As the secured creditor's floating charge was created after the relevant date, being 15 September 2003, I am required to set aside funds for the benefit of the unsecured creditors

I am unable to confirm the quantum or timing at present. I will update creditors further in subsequent reports regarding any Prescribed Part to be allocated in this Administration. Any distribution would be dependent on recoveries from the Company's book debt ledger and/or a successful negligence claim against the Company's former insurance broker.

#### 7 4 Dividend to unsecured creditors

Other than the potential Prescribed Part available for distribution to the unsecured creditors, it is unlikely there will be any other funds available for distribution

#### 8 EC REGULATION

EC Regulations apply and these proceedings are main proceedings as defined in Article three of the EC Regulation. The centre of main interest of the Company is in England within the EC, owing to the location of the Company's registered office being there.

# 9 JOINT ADMINISTRATORS' REMUNERATION

#### 9 1 Pre appointment

A schedule of my firm's pre-appointment time costs totaling £6,071 is included at *Appendix V* 

The work undertaken relates to statutory matters in respect of the preparation of documents to place the Company into Administration, filing documents at Court, liaising with solicitors, directors and the Company's secured creditor

To date, I have not received any payment in respect of my pre-appointment time costs

The payment of unpaid pre-administration costs as an expense of the Administration is subject to approval under Rule 2 67A, and is not part of the proposals subject to approval under Paragraph 53. I intend to request approval of my pre-appointment time costs from the secured and (if a dividend is anticipated to be made to them), the preferential creditors, in due course.

#### 9 2 Post appointment

The Joint Administrators' time costs and disbursements for the period from 19 April 2013 to 7 June 2013 total £60,412 and £950 respectively and are set out in more detail at *Appendix V* 

In accordance with Rule 2 106(5a)(b)(ii) of the Rules, the Joint Administrators' remuneration shall be agreed with the secured creditor and (if a dividend is anticipated to be paid to them) preferential creditors whose debts amount to more than 50 per cent of the preferential debts of the Company. It is proposed that my remuneration is approved by reference to time properly given by me and my staff in attending to matters arising in the Administration.

# 10 OTHER PROFESSIONAL COSTS

#### Solicitors' fees

SGH Martineau LLP (SGH) have been instructed on a time costs basis to provide legal advice on all aspects of the Administration—SGH's outstanding time costs to date amount to £6,055 plus disbursements of £173—At present no funds have been paid to SGH

The solicitors' fees are being regularly reviewed as part of the strategic review of the case

#### Agent's fees

ESL has been instructed on a time costs basis to assist with the valuation and sale of the Company's assets. The agent's outstanding time costs to date amount to £4,900 plus disbursements of £150. Presently, no funds have been paid to ESL.

The agents' fees are being regularly reviewed as part of the strategic review of the case

#### 10.1 Further information

An unsecured creditor may, with the permission of the court or with the concurrence of 5 per cent in value of the unsecured creditors (including the creditor in question) request further details of the Administrators' remuneration and disbursements, within 21 days of receipt of this report. Any secured creditor may request the same details in the same time limit

An unsecured creditor may, with the permission of the court or with the concurrence of 10 per cent in value of the unsecured creditors (including the creditor in question), apply to court to challenge the amount and/or basis of the Administrators' fees and the amount of any proposed expenses or expenses already incurred, within eight weeks of receipt of this report. Any secured creditor may make a similar application to court within the same time limit.

'A creditor's guide to Administrators' Fees can be found on our website <a href="http://www.resolvegroupuk.com/administrators.pdf">http://www.resolvegroupuk.com/administrators.pdf</a> Should you wish to receive a hard copy of this document please contact my office

# 11 JOINT ADMINISTRATORS' PROPOSALS

Pursuant to Paragraph 49 of Schedule B1 of the Act, enclosed with this report at *Appendix VI* are my proposals for achieving the purpose of the Administration

#### 12 CREDITORS' MEETING

it is proposed that there will be no meeting of creditors for the Company pursuant to Paragraph 51(1) of Schedule B1 of the Act because the Company has insufficient property to enable a distribution to be made to unsecured creditors, with the exception of a Prescribed Part distribution

Creditors may cause me to summon an initial creditors meeting where

- At least ten per cent of the creditors, measured against each Company's total debts, request
  a meeting, and
- The request is made on Form 2.21B (available upon request) and made within eight business
  days of the date of this document. It must also include a list of the creditors concurring with
  the request, showing the amounts of their respective debts, and confirmation of concurrence.

Please note the Act and Rules dictate that the expense of summoning and holding the meeting shall be paid by the creditor(s), in advance of the meeting, although the meeting may resolve that the costs are refundable to the creditor(s) who requisition the meeting, provided there are sufficient funds to do so

Where no creditors' meeting is held to consider the Joint Administrators' proposals, the proposals will have been deemed to be approved eight business days from the date of this document in accordance with Rule 2 33(5) of the Rules

## 13 JOINT ADMINISTRATORS' INVESTIGATIONS

Under insolvency legislation, I have a duty to consider the conduct of those who have been directors of the Company at any time in the three years preceding the Administration. I am also required to consider whether any civil proceedings should be taken. Please advise me if there are any matters which you believe I should be made aware of when considering the directors' conduct.

Please note that this request for information forms part of my normal investigation proceedings and does not imply any wrongdoing

# 14 SIP 2 (E&W) - INITIAL ASSESTMENT OF POTENTIAL RECOVERIES

As part of my statutory duties as Administrator, I am obliged, shortly after my appointment, to review all of the information available to conduct an initial assessment of whether there are any matters that might lead to a recovery for the benefit of creditors. This initial assessment included enquiries into any potential claims that may be bought against parties either connected to or who have had past dealings with the Company

Having completed the initial review, the Joint Administrators have identified the following matters that require further investigation

- Certain assets of the Company may have been removed from the Company's trading premises without consideration being paid, and
- The Company's management accounts indicate a motor vehicle, which I am advised has been transferred out of the Company's books prior to administration I have requested confirmation and evidence to support the transfer and whether fair value was paid

If you have any information that you feel we should be made aware of in relation to the above, please contact us as a matter of urgency

#### 15 END OF THE ADMINISTRATION

The options available to exit the Administration are

- (a) Petition the Court to have the Company compulsorily wound up
- (b) File the necessary documentation to have the Company placed into Creditors' Voluntary Liquidation
- (c) Call a meeting of creditors to place the Company into a Company Voluntary Arrangement
- (d) Return control of the Company to its directors, or
- (e) Apply to have the Company dissolved (i.e. struck off at Companies House)

As there is expected to be insufficient property of the Company to enable a distribution to unsecured creditors, it is not appropriate for the Company to proceed to Liquidation. It is therefore proposed that once all the Company's assets have been realised and the expenses of the Administration discharged, the Company be dissolved.

In accordance with Rule 2 33(2)(m), and upon completion of the Joint Administrators' investigations into the affairs of the Company, the Joint Administrators will seek their discharge by lodging a notice to the Registrar of Companies. The Company will subsequently be dissolved three months after the aforementioned notice is received by the Registrar, unless challenged.

In the event that a dividend becomes available for unsecured creditors or, that matters are identified during the course of my investigations which warrant the appointment of a Liquidator, then the Joint Administrators will seek to place the Company into Creditors' Voluntary Liquidation with the Joint Administrators being proposed as the Joint Liquidators

Please note that under Paragraph 83(7) of Schedule B1 of the Insolvency Act 1986 and Rule 2 117(3) of the Rules, creditors may nominate different Liquidators, but in the absence of such nomination the Joint Administrators would become the Liquidators. Any alternative nomination for proposed Liquidator will need to be received before the proposals are approved

#### OTHER MATTERS 16

Should any creditor have any information concerning the Company's affairs which they would like to bring to my attention, please do so in writing to Nathan May of this office

Yours faithfully For and on behalf of Revolver Entertainment Limited

Mark Supperstone Joint Administrator

For enquiries regarding this correspondence please contact:

Contact name Phone number 020 3326 8579

Nathan May

Email

nathan.may@resolvegroupuk.com

The affairs, business and property of the Company are being managed by the joint administrators.

Partners and staff acting as administrators, administrative receivers or supervisors act as agents of the company over which they are appointed at all times, and without personal liability Cameron Gunn Mark Supperstone and Simon Harris are licensed in the United Kingdom by the Institute of Chartered Accountants in England and Wales.

#### APPENDIX I

#### **SUMMARY OF STATUTORY INFORMATION**

Company name

Revolver Entertainment Limited

Previous name

None

Trading name

Revolver Entertainment Limited

Company number

04441320

Date of incorporation

17 May 2002

Trading address

48/49 Princes Place

Holland Park London W11 4QA

Registered office

c/o ReSolve Partners LLP

One America Square

Crosswall London EC3N 2LB

Principal activity

Motion picture distribution activities

Appointment details

Date of appointment

19 April 2013

Appointment made by

The Court on application by the director of Company

Court address

High Court of Justice, London

Court reference

2662 of 2013

Administrators appointed

Cameron Gunn Mark Supperstone

Insolvency Practitioner Number Insolvency Practitioner Number

9362 9734 11372

Simon Harris Insolvency Practitioner Number

Paragraph 100(2) statement

Any act required or authorised under any enactment to be done by an administrator may be done by any or all of the Administrators acting jointly

or alone

Subsequent liquidation

In the event of the Company subsequently being placed into liquidation, any enactment to be done by a liquidator may be done by any or all of the

liquidators acting jointly or alone

**Directors** 

**Current Directors** 

Justin Marciano

**Shareholders** 

Revolver Group Limited

1 Ordinary share (100%)

# Charges

Charge holder	Charge type	Date created	Date registered
Coutts & Co	Debenture	2 January 2007	20 January 2007
Coutts & Co	Fixed charge over intellectual property rights	2 January 2007	20 January 2007
Helmbray Limited	Rent deposit deed	11 March 2010	18 March 2010

Revolver Entertai	nment Limited
Report to Members	and Creditors
•	12 June 2013

**APPENDIX II** 

STATEMENT OF AFFAIRS

# REVOLVER ENTERTAINMENT LIMITED - IN ADMINISTRATION ESTIMATED SUMMARY STATEMENT OF AFFAIRS

FOLIMINED GOMMUNITY OF METERS OF WINNIE	Book Value	Estimated to
	£	realise £
Summary of assets	•	-
Assets subject to fixed charge		
Leasehold property	180,436	-
Less Coutts & Co	(2,082 505)	(2 062 505)
Surplus/(Deficiency) as regards fixed charged creditors (to carry forward)	(1,882,069)	(2,062,505)
Floating charge assets		
Trade debtors	678,281	Uncertain
Sundry debtors	402,094	Uncertain
Accrued income	1,409,046	Uncertain
Prepayments	215,347	Uncertain
Insurance claim	Unknown	Uncertain
Office equipment	128,421	Uncertain
Fixtures and fittings	39,914	Uncertain
Motor Vehicles	10,000	Uncertain
Stock	259,239 3,142,342	Uncertain
Estimated total assets available for preferential creditors	• • • • • • • • • • • • • • • • • • • •	_
Preferential creditors		
Employees wage arrears / hoilday pay	(22,000)	(22,000)
National Insurance Fund / Redundancy Payments Office	Uncertain	Uncertain
As a sufficient to the suffici		(22,000) (22,000)
Estimated surplus / (deficiency) as regards preferential creditors		(22,000)
Estimated prescribed part of net property where applicable (to carry forward)		- (22.000)
Estimated total assets available for floating charge creditors		(22,000)
Shortfall to fixed charge creditor (brought down)		(2,082,505)
Estimated surplus i (deficicency) as regards floating charge creditors (to carry forward)		(2,062,505)
Estimated prescribed part of net property where applicable (brought down)		-
Total assets available to unsecured creditors		•
Unsecured non-preferential claims	(1,777,588)	
Trade creditors Intercompany	(144,358)	
Loans	(118,921)	
Accruals	(1,005,970)	
HM Revenue & Customs - PAYE / NIC	(1,071,162)	
HM Revenue & Customs - VAT	(687,353)	
HM Revenue & Customs - Corporation Tax	(176,182)	(4,981,534)
Estimated surplus / (deficiency) as regards non-preferential creditors		(4,981,534)
Estimated deficiency as regards floating charge creditors (brought down)		(2,062,505)
Issued and called up capital Ordinary shares	1	
		1
Estimated total surplus / (deficiency) as regards members		(7,044,040)

#### Revolver Entertainment Limited - in Administration

#### Schedule of all known creditors

Name	Address	SoA / Claim Amount (£)
2AM 5A Studio Limited	5A Studios Limited, 5A Scampston Mews, London, W10 6HX	2 254 732
A1 Designs	4 Sandy lane North, Wallington, , SM6 8JX	102
AAM Deploying Entity B V	Herikerbergweg 238 Luna Arena Amsterdam Zuidoost, 1101	61 619 255
Abbey Locksmiths Abundant Limited	54 Halsey Park Colney London AL2 18H 22 Camden Mews London, NW1 9DA	2,646
Accruals		1 005 970
AD Chauffeur Services	30 Victoria park, Great Cheverell Devizes SN10 5TS	188
Addison Lee PLC Agents Associes	35-37 William Road London NW1 3ER 130 rue de Turenne , Paris 75003	878 199
All City Media	6 Hatton Place London EC1N 8RU	3 960
Ammo Media Productions	The Howarth Armsby Suite, Street House 35 New Broad Street London EC2M 1NH	3 437
Ammo Media Productions Ltd	13 KINGSMEAD LODGE 50 CEDAR ROAD SUTTON, SURREY, SM2 5AH	
AMSN Limited	18 Coulson Close, Dagenham , RM8 1TY	2 073
Andrew Nance		200 1,613
Anil Tourah Anguska Mond (Actress)		7,515
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Cinefriends		3 021 1 652
Cinema Managment Group	8730 Wilshire Blvd Suite 416 , , 90211	376
Cinemavault	1240 Bay Street Suita 307 Toronto, M5R 2A7 Power Road Studios, Power Road Chiswick, London W4 5PY	17 400
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in4merz com		411
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rish Film Institute	6 Eustace Street Temple Bar Dublin 2,	800
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Isumo	Laser house, 132-140 Goswell Road London EC1V 7DY	360
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Royal Borough Kensington & The Town Hall, Hornton Street London W8 7NX Royal Photographer  Sage UK Ltd Sam Ashby Sam Gibey Ltd Sam Kibey Ltd Sam Ashby Sam Gibey Ltd Sam Ashby Sam Bainbridge Sassy Films Sarah Bainbridge Sassy Films Satist Hussein Satt Bainbridge Sassy Films Satt Bainbridge Sassy Films Satt Bainbridge Sassy Films Satt Bainbridge Satt Bainbridge Sassy Films Sass			300 1 000
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Sarge UK Ltd Sam Ashby Sam Gilbey Ltd Samir Hussein Sarah Bainbridge Sasay Films Sarby Sar	-		700 1,172
Sam Gilbey Ltd Samir Hussein Sarah Bainbridge Sasay Films Sas		North Park Avenue, Newcastle Upon Tyne NE13 9AA	300
Samir Hussein Sarah Bainbridge Sassy Films Sasty Films SBTV Schedule II Ltd Screen Digest Ltd Screen Digest Ltd Screen Power Schedule II Ltd Screen Power Unit 9 10 Acklam Road London W11 1UH Screen Power Sebastian Solberg See Film First See-Saw Films Ltd Service Team Silver Stone Circuits Itd Silver Sto		26-28 Haadlands, Kattering NN15 7HP	360
Sarah Bainbridge Sasay Films SBTV 28 Bunting Drive Leighton Buzzard LU7 4AU Schedule II Ltd Screen Digeat Ltd Screen Digeat Ltd Screen Power Sebastian Solberg See Film First See-Saw Films Ltd Service Team Silver Stone Circuits Itd Silversun Media Group Ltd Silmon Bernett Silmon Olney SLB Productions Ltd Smith Dehn LLP Social Media Box Sofie Lindskog See Slasshouse Street London W18 5DL Sofie Lindskog See Sash Films Ltd Service Team Silver Stone Circuits Itd Silversun Media Group Ltd Smith Dehn LLP Social Media Box Social Media Box Sofie Lindskog		SO SA MARANGIA LIZARANA	840 50
SBTV 28 Bunting Drive Leighton Buzzard LU7 4AU Schedule if Ltid 24 Harway Street London W11 TUH Screen Digest Ltd Ihs Willoughby Road, Bracknell RG12 8FB Screen Power Unit 9 10 Acklam Road London W10 5QZ Sebastian Solberg 162 164 High Street Rayleigh SS6 7BS See Film First 3rd Floor 25 Fouberts Place London W17 7QF Service Team Silver Stone Circuits Itd 3rd Floor 25 Fouberts Place London W17 7QF Silversun Media Group Ltd 18 Dufours Place, London W17 7SP 39 Silversun Media Group Ltd 18 Dufours Place, London W17 7SP 39 Silver Stone Circuits Itd Chesnuts Capel Road Upper Ruckinge Ashford, TN26 2PJ 10 Smith Dehn LLP 361 Park Avenue South 7th Floor New York NY10016 24 Social Media Box 36-38 Glasshouse Street , London W18 5DL 24 Sofie Lindskog	Sarah Bainbridge	A I I 44/45 Million Bood   London NW1 3FR	10 380
Schedule II Ltid Screen Digeat Ltid Screen Digeat Ltid Screen Digeat Ltid Screen Power Scheatsan Solberg See Film First See-Saw Films Ltid Service Team Silver Stone Circuits Itd Silversun Media Group Ltid Simon Bennett Simon Olney SLB Productions Ltid Smith Dehn LLP Social Media Box Social Media Box Social Media Box Social Media Social Screen Power Stone Circuits Street Reyleigh SS8 7BS Silver Stone Circuits Itd Technology Pk Silverstone Circuit Silverstone Towcester NN12 8TN 39 Silver Stone Circuits Itd Simon Bennett Simon Olney SLB Productions Ltid Smith Dehn LLP Social Media Box Sofie Lindskog Social Media Box Sofie Lindskog Social Media Stone Screen Power		28 Bunting Drive Leighton Buzzard LU7 4AU	1 500
Screen Digest Ltd Screen Power Screen Power Sebastian Solberg See Film First See-Saw Films Ltd Service Team Sliver Stone Circuits Itd Silversun Media Group Ltd Simon Bennett Simon Olney SLB Productions Ltd Smith Dehn LLP Social Media Box Social Media Box Sofie Lindskog See Film First See Saw Films Ltd Sinson Bennett Simon Sennett Simon Willoughby Road, Bracknetil RG12 8FB W10 5QZ RS6 FB RG12 8FB W10 5QZ		24 Hanway Street London W1T 1UH	390 993
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Service Team Silver Stone Circuits Itd Silver Stone Group Ltd Silver Stone Group Ltd Silver Stone Group Ltd Silver Stone Group Ltd Silver Stone Circuits Silver Stone Towcester NN12 8TN Silver Stone Circuits Itd Silver Stone Circuits Itd Silver Stone Circuits Silver Stone Towcester NN12 8TN Silver Stone Circuits Itd Silver Stone Circuits Itd Silver Stone Circuit Silver Stone Towcester NN12 8TN Silver Stone Circuits Itd Silver Stone Circuits Itd Silver Stone Circuits Itd Silver Stone Circuit Silver Stone Towcester NN12 8TN Silver Stone Circuits Itd Silver Stone Circuits Itd Silver Stone Circuits Itd Silver Stone Circuit Silver Stone Towcester NN12 8TN Silver Stone Circuits Itd Silver Stone Circuit Silver Stone Towcester NN12 8TN Silver Stone Circuit Silver Stone Silve		162 164 High Street Rayleigh SS6 7BS	750 65
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Sofie Lindskog Sofie Lindskog 105 Fermandon Road London FC1R 210	Social Media Box	36-38 Glasshouse Street , London W18 5DL	24 510 166
		105 Farmodon Road London EC1R	21 660
Sono Digital media Services Ltd 7 Potand Street London W1F 8PU		7 Poland Street London W1F 8PU	16 529

Solid Entertainment		833
Sonam Patel		1 150
Sony DADC	Southwater Business Park, Worthing Road Southwater Horsham RH13 9YT	48 411
Sony DADC Austria AG	Sonystresse 20, 5081 Anif	
Sony Europe	Legal Department The Heights Brooklands Waybridge KT13 0XW	40 768 329
Sony Music Sony/ ATV music publishing	30-31 Golden Square, London W1F 9LD	13 178
South Quay Repro	30-31 Golden Square, Colloca Will StD	58
Splendid Film	9 Dartmouth Road Olney, , MK48 4EH	2
Spring Films limited	47 Conduit Street, London, W1S 2YP	1 530
Spring Studios	Spring House 10 Spring Place Kentish Town London NW5 3BH	2 532
St Marys Community Centre		260
Stace	273 High Street , Epping CM16 4DA	
Sterling Media	20-121 Astwood Mews , London SW7 4DE	10 800
Steven Riley		2 700
Stockholm Design	76 York Street London, W1H 1DP	1 275
Studiocanal	2 Station Road, Radlett WD7 8JX	4 560 180
Sue Terry Voices Ltd Superhero Screen Ltd	45-51 Whitfield Street , London, W1T 4HD	37 985
SV Live Ltd	1st, 2nd and 3rd Floors 37 Shelton Street, London WC2H 9HN	480
T Hamilton Ltd	19 Green Bank London N12 8AS	144
Target Media Ltd	45-51 Whitfeild Street, London W1T 4HD	435 450
Technicolor Creative Services	28 32 Lexington Street London W1F 0LF	30 187
The Asylum	153-157 Blackhorse Lane London E17 5QZ	17 830
The Church Of London	71a Leonard Street London EC2A 4Q3	26
The Delta Group		24
The Entertainment Agency Ltd	2nd Floor 8-14 Vine Hill, London EC1R 5DX	9 058
The GP Design Partnership Ltd	39 Neal Street, , London, WC2H 9QG	16 760
The Hospital Group Ltd	Stoney Lane Bromsgrove Birmingham B60 1LY	5 589
The Hut	Meridian House Gadbrook Park, Gadbrook Way Rudheath CW97RA	13 571
The Mayfair Hotel	The Mayfair Hotel Stratton Street, London W1J 8LT	3 250
The Moving Picture Company	127 Wardour Street London W1F ONL	3,201 300
The Muslim Weekly	117 Whitechapel Road, , London E1 1DT	300
The Official Chart Company Limited The Pavement Studios Ltd	1 Lexington Street Greater london, London W1F 9AF	21 464
The Post Factory	Ground Floor, 29-33 The Colonnade London, WC1N 1JA	48
The Rex Cinema	Three Close Lane Berhamsted Hertfordshire HPA 2FG	1 418
The Screen Talent Agency	Rich Mix Building Suite 1 W 10 35-47 Bethnal Roed, London E1 6LA	1 250
The Special Treats Production	Grafton House, 2+3 Golden Square London W1F 9HR	2 760
The Standup Channel Ltd Va	Ground Floor 29-33 The Colonnade London WC1N 1JA	48
The Video Shop	gona away	4 570
Ticketmaster	4 Pentonville Road, , London N1 9HF	100
TNT Express		111 56
Tolu Akisanya		302
Tom Clark		300
Tom Mulberge Torino Expresso Ltd	7 Gillmans Road Orpington BR5 4LA	96
Total Office	6 Carnival Park Carnival Close Basildon SS14 3WN	2 054
Treecare		312
Triple S Films Limited	1 Hammersmith Broadway, 5th floor London W6 9DL	-
UPS	St Davids Way Bermuda Park, Nuneaton CV10 7SD	-
Urban Design & Print	unit 1 2 and 33 Victoria Business Park, Short Street, Southend-on-Sea. SS2 5BY	2 110
Videoshop (UK) Limited	2 Hopewood Close, , London, SW17 0AG	
Virgin Media Limited	Eagle 2 Eagle Court Coventry Road Sheldon, B26 3RZ	
Vision Music Inc	· ·	250
Vista Clean	54 Park close NR9 3EW	50
Vivid Communications	Caroline House 64 Mill lane, Macclesfield SK11 7NR	180 2 841
Vodaphone Limited	Vodaphone House The Connection, Newbury RG14 2FN	2 721
Waterfall films itd	21 Claremont Court 5 Copperfield Mews London E2 6DE	60
What is Bobo	Ealing Studios Ealing Green London, W5 5EP Bury Lodge Bury Road Stowmarket, IP14 1JA	646
Whatever The weather White Label Productions Ltd	45-51 Whitfield Street , Landon W1T 4HB	3 060
WIB Productions Ltd	Mka House 36 Kingstreet Maidenhead , SL6 1NA	9 271
Wiggin	10th Floor Met Building, 22 Percy Street London W1T 28U	592
Wired Associates	76-78 Charlotte Street London W1T 4QW	312
Wordflow	11-19 Vyner Street London E2 9DG	185 1 032
Working Title Films Ltd	1 Central St. Giles, St. Giles High Street, London, WC2H 8NU	
Ximena Holland	28A North Street Claphem, London SW4 0HB	100 900
Xtra-vision	Greenhills Road Tatlaght, Dublin 12	1 000
Yakety Yak All Mouth Ltd	27 Mortimer Street London, W1T 3BL 35 Albyfield Bromley Kent BR1 2HY	. 555
Yogita Puri Yume Quad Films	33 Albition of Child State Sta	760
Z A Humphries		60
Zealot UK Limited	191 Wardour Street, London W1F 8ZE	
Zealot UK Ltd	First Floor 191 Wardour Street London W1F 8ZE	5 039
		7,044,039

## Revolver Entertainment Limited - In Administration

#### Schedule of all known members

Name	Address	Type of share	Number of shares	Nominal value (£)	Total value of holding (£)
Revolver Group Limited	27-28 Eastcastle Street, London, W1W 8DH	Ordinary	1	1	1
			1	1	1

## **APPENDIX III**

# **RECEIPTS AND PAYMENTS ACCOUNT**

# SUMMARY OF JOINT ADMINISTRATORS RECEIPTS AND PAYMENTS ACCOUNT FOR THE PERIOD 19 APRIL 2013 TO 12 JUNE 2013

	Estimated to Realise - Director's Statement of Affairs	19-Apr-13 to 12-Jun-13	Total Receipts/ Payments To Date
FIXED CHARGE RECEIPTS	13	£	£
			•
FIXED CHARGE PAYMENTS	- !		<u> </u>
Balance (Receipts less Payments)			•
FLOATING CHARGE RECEIPTS	£	£	£
Book debts	- 1	-	
Insurance claim	•	-	-
Fixtures and fittings Stock		-	•
Cash at bank	<u> </u>	-	-
FLOATING CHARGE PAYMENTS		_	
Balance (Receipts less Payments)		-	-
Represented by Bank account - floating			•
Bank account - fixed TOTAL CASH IN HAND		_ =	

Mark Supperstone Joint Administrator 12 June 2013

#### **APPENDIX IV**

#### JOINT ADMINISTRATORS' TIME COST SUMMARY

#### Office Holder Remuneration

Case Name Revolver Entertainment Limited

Court High Court of Justice

Court reference 2662 of 2013

Office Holder Cameron Gunn IP Number 9362

Mark Supperstone IP Number 9734 Simon Harris IP Number 11372

All of whom are licensed by the Institute of Chartered

Accountants in England and Wales

Firm ReSolve Partners LLP

Address One America Square

Crosswali London EC3N 2LB

Type of Appointment Administration

Date of Appointment 19 April 2013

#### 1 Overview of Case

#### 1.1 Pre-appointment

The following activities have been undertaken

Letter of engagement agreed and signed on 8 April 2013

- Preparing for the appointment, engaging solicitors, reviewing and approving statutory documentation
- Filing statutory documents at Court
- Liaising with the Company's secured creditor
- Liaising with solicitors regarding preparation of Court application, and
- Liaising with the director of the Company

The reasons the activities above were undertaken prior to my appointments are summarised below

- A petition to wind up the Company had been issued and a winding up hearing was imminent
- The Company's assets would diminish should the Company proceed to compulsory liquidation, as a result of the petition filed, and
- The placing of the Company into Administration by the Court would preserve value in the assets for creditors

#### 1.2 Appointment

The Joint Administrators were appointed to the Company on 19 April 2013 following the filing of an application to the High Court of Justice by the director of the Company

#### 1.3 Strategy

Please see main body of the report

#### 1.4 **Staffing**

Staff have been used on the assignment based upon previous knowledge and experience

#### Existing fee arrangements 1.5

There have been no resolutions to date

#### Anticipated return to creditors 1.6

Please see main body of the report

#### Explanation of office-holder's charging and disbursement recovery policies 2

#### 2.1 Time recording

Time properly incurred on cases is charged to the assignment at the hourly rate prevailing at the time. Time is recorded in units of six minutes each, so ten per hour. The current hourly charge-out rates covering the whole period are outlined below

	£
Partner	490
Director	400
Senior Manager	385
Manager	325
Assistant Manager	295
Senior Administrator	245
Administrator	185
Junior Administrator	125

Secretarial and support staff are not charged to the cases concerned, being accounted for as an overhead of ReSolve Partners LLP

#### 2.2 Disbursements recovery

Mileage

Separate charges are made in respect of directly attributable expenses (Category 1 disbursements) such as travelling, postage, photocopying, statutory advertising and other expenses made on behalf of the assignment. Details of such disbursements are included later in this report

Indirect charges (Category 2 disbursements) are charged as follows

•	Photocopying	20 pence per sheet
	Faxes/telephone/room hire	£150 per annum
	Postage	Typical 1 <sup>st</sup> /2 <sup>nd</sup> class postage rates at the date of postage
	Mileage	40 pence per mile

## 3 Description of work carried out

Section four of this appendix outlines the time costs to date in relation to activities undertaken during this matter. These matters can be summarised as

#### 3.1 Statutory duties

Dealing with statutory issues required under the Insolvency Act 1986 and the Statements of Insolvency Practice, including reporting to members, creditors, employees and other stakeholders and filing documents with the Registrar of Companies

#### 3.2 Administration and planning

The following activities have been undertaken

- Setting up case files
- Reviewing available information to determine appropriate strategies
- Liaising with the Company's pre appointment accountants and solicitors
- Liaising with agents and solicitors
- Liaising with the Company's landlord
- Liaising with the director regarding various information, and
- Setting up and maintaining bank accounts and other cashier activities

#### 3.3 Investigations

Time spent in completing my statutory investigations into the Company's and the affairs of their directors prior to the Administration

#### 3.4 Realisation of assets

The main body of the report details the Company's assets

We have learsed with the following parties to obtain information regarding the Company's assets

- Director
- Pre appointment accountant
- Pre appointment solicitor
- Insurance claim specialist
- Joint Administrators appointed agent
- Joint Administrators appointed solicitor
- · Company's customers, and
- Former employees

## 3.5 Creditors

The time spent includes the following matters

- Recording and maintaining the lists of creditors
- Dealing with employee related matters
- Recording creditor claims
- · Dealing with creditor queries, and
- Reviewing and evaluating creditor claims

## 4 Time and charge out summary

## Pre appointment

To date a total of 18.5 hours have been spent for the period 8 April 2013 to 19 April 2013 (the date of appointment) at an average charge out rate of £328 bringing the total pre-appointment costs to £6,071

A summary table is shown below

Task	Partner/ Director	Managers	Other Senior Professionals	Assistants / Support Staff	Total hours	Total cost (£)	Average hourly rate (£)
Administration and Planning	2 00	3 60	6 10		11 70	3,860 50	329 96
Statutory	-	4 90	-	•	4 90	1,592 50	325 00
Creditors	-	1 90	-	-	1 90	617 50	325 00
Total hours	2 00	10 40	6 10	•	18 50	6,070 50	328 14
Total fees claimed	980 00	3,596 00	1,494 50	<u> </u>	6,070 50		

The above costs exclude VAT

## Post appointment

To date a total of 208 5 hours have been spent for the period 19 April 2013 to 7 June 2013 at an average charge out rate of £290 bringing the total costs to date to £60,412

A summary table is shown below

	PARTNER / DIE	ECTOL	MANAG	4.	OTHER SENIOR PR	OFESSIONAL	TOTAL		AVERAGE RATE
	Hours	Cost (f)	Hours	Cost (f)	Hours	Cast (E)	Haurs	Cost [£]	Cost (£)
Administration & Planning	7								
Case planning / monitoring			100	385 00			100	385 00	385 00
Cashlering		- 1			3 30	BO8 50	3 30	808.50	245.00
Reporting					1		1	1	1 1
Compliance / technical		- 1		l	1		l	14,407 50	278 14
General administration	5 70	2,793 00	4 00	1,300.00	42 10	10,31450	51 80 56 10	15 601 00	278.09
	\$ 70	2 793 00	5 00	1 685.00	45.40	11,123 00	36 10	15 801 00	278.00
Creditors	i		1						1
Secured	5 30	2 597 00	21 50	7 515 50	700	1 715 00	33 80	11 827 50	349 93
Preferential	1		i			l			192 27
Unsecured	ļ		3 80	1 235 00	33 90	6 013 50	37 70	7 248 50	248 61
Employees	ì		4 30	1,397 50	7 90	1 635 50	12 20	3,033 00	248 61
Creditors committee	L				ļ			22 109.00	264 15
	5 30	2,597 00	25 60	10 148 00	48 80	9 364 00	83 70	22 109.00	25.13
Investigations					1			227 50	325.00
General investigation			0.70	227 50			0 70	22/30	323.00
D returns		1				1			1 1
Other investigation			!			1		Į.	1 1
Preparing / submitting D Report			1	ı				į.	1 1
Legal action			0.70	227 50			0 70	227 50	325.00
			0.70	22730		l	""	•••	
Realisation of Assets				462 00	5 00	1 225 00	670	1 932 00	288 36
Book debts	050	245 00	1 20	462 00	1 300		170	833 00	490 00
Sale of business / assets	170	833 00	i	1	1 20	294 00	1 20	294 00	245 00
Property freehold and leasehold			140	539 00	120	15-0	140	539 00	385 00
Retention of title		2 455 00	25 40	8 285 00	100	245 00	31 50	11 029 00	350 13
Other assets	730	2 499 00 3 577.00	28 00	9 286 00	7 20	1 764 00	41 50	14 527 00	344 15
Statutory Statutory paperwork / form completion									
Filing documents with CH / Court	i	i			1			ļ	
Reporting to creditors	Į.	1	20 00	6,500.00	5 50	1,347 50	25.50	7,847.50	307 75
Reporting to Creature	<del></del>		20 00	6,500 00	3 50	1 347 50	25 50	7 847 50	307 75
Trading		1				1		J	
Day one matters	1	1			1			1	1
Organic trading administration		j			1		1	i	1
Close down	1				1				
CHARLE NO. 12.1									L
Total hours and cost	1830	8,967 00	£1 30	27,846.50	106 90	23,598 50	208 50	60,412 00	289 75

The above costs exclude VAT

# 5 Disbursements

Details of the Category one and two disbursements are as follows

Category 1 disbursements		Category 2 disbursements	
Description	£	Description	£
Courts Advertising	84 60	Annual management fee	150 00
Insolv Technologies	110 00	Printing and postage	484 28
Mail redirection	120 00		634 28
Company searches	1 00		
· •	315.60		

The above costs exclude VAT

APPENDIX V

#### JOINT ADMINISTRATORS' PROPOSALS

# Statement of Joint Administrators' Proposals pursuant to Paragraph 49 of Schedule B1 of the Insolvency Act 1986

In accordance with Paragraph 49 of Schedule B1 of the Insolvency Act 1986 (the Act) and The Insolvency Rules 1986 (the Rules), Cameron Gunn, Mark Supperstone and Simon Harris, the Joint Administrators (Joint Administrators) of Revolver Entertainment Limited (the Company), make the following Proposals for achieving the purpose of the Administration

These Proposals and the attached report to creditors together set out the information required by and to discharge the Joint Administrators' duty pursuant to Paragraph 49 of Schedule B1 of the Act and Rule 2 33 of the Rules

#### **Proposals**

The Joint Administrators propose that

- (a) They continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration such that
  - (i) they dispose of the Company's ownership of such assets at such time(s) on such terms as they consider expedient
  - (ii) they investigate and, if appropriate, pursue any claims that the Company may have against any person, firm or company whether in contract or otherwise, including any officer or former officer of the Company or any person, firm or company which supplies or has supplied goods or services to the Company, and
  - (iii) in addition, they do all such things and generally exercise all their powers as Joint Administrators as in their discretion they consider desirable or expedient in order to achieve the purpose of the Administration or protect and preserve the assets of the Company or maximise the realisations of those assets, or of any purpose incidental to these Proposals
- (b) In the event that the Joint Administrators are of the view that it is appropriate for the Company to move from Administration into Liquidation, whether compulsory or voluntary, the Joint Administrators be authorised to take steps to place the Company into whichever Liquidation process they deem appropriate. In either circumstance, it is proposed that the Joint Administrators take the appointment as Joint Liquidators of the Company. In relation to moving into Creditors' Voluntary Liquidation, and in accordance with Paragraph 83(7) and Rule 2 117 (3), creditors may nominate a different person as the proposed Liquidator, provided that the nomination is made after the receipt of the Proposals and before 12 noon on 24 June 2013.
- (c) If the Joint Administrators consider that there will be no distribution to unsecured creditors and if they also consider that an exit from the Administration into Compulsory Liquidation is not appropriate, or the Joint Administrators apply to court to seek consent to distribute to the unsecured creditors and following the distribution, then the Joint Administrators be authorised to take the necessary procedural steps to bring about the end of the Administration and move the Company into dissolution pursuant to Paragraph 84 of Schedule B1 to the Act
- (d) The Administration shall continue (subject to the statutory provisions relating to automatic termination) until the realisable assets of the Company have been realised and all liabilities incurred during the Administration have been discharged or until such a time as deemed appropriate by the Joint Administrators. At this stage the Company shall be dissolved or placed into Liquidation as outlined above. If necessary, the Joint Administrators will propose to seek an extension of their appointment as Joint Administrators from the creditors and/or the Court pursuant to Paragraph 76 of Schedule B1 of the Act
- (e) Upon the Company either proceeding into Creditors Voluntary Liquidation or dissolution as set out above, the Joint Administrators' discharge from liability, pursuant to Paragraph 98 of Schedule B1 shall take effect 14 days following either the Company entering into Liquidation or filing the notice of moving from Administration to dissolution

- (f) The Joint Administrators are at liberty to incur and pay such costs and expenses, including professional fees, as considered to be incidental to the achievement of the purpose of the Administration or for the purposes set out herein or to the Administrators' statutory duties In addition, the Joint Administrators are to be remunerated by reference to time properly spent both for their services as Joint Administrators and also for their staff in attending to the matters arising in the Administration of the Company, charged at the charge out rates prevailing at the time the work is undertaken. Such remuneration to be drawn from time to time, subject to available funds
- (g) ReSolve Partners LLP shall be authorised to discharge their outstanding costs and expenses relating to the pre appointment period (as detailed earlier in this report) as an expense of the Administration to be paid out of the assets of the Company as and when funds permit
- (h) The Joint Administrators are at liberty to recharge disbursements as detailed in the Creditor's Guide to Administrators' Fees Shared and allocated costs are to be charged as follows

Photocopying
 Faxes/telephone/room hire
 £150 per annum

Postage Typical 1<sup>st</sup>/2<sup>nd</sup> class postage rates at the date of postage

Mileage 40 pence per mile

- (i) The Joint Administrators are at liberty to pay costs and remuneration in relation to Proposals (f), (g) and (h) above when funds become available
- (j) The Joint Administrators shall consult with the creditors' committee, if formed, at appropriate intervals concerning the conduct of the Administration and the implementation and development of these Proposals and where they consider it expedient to obtain the sanction of that committee on behalf of the creditors of the Company (and without further reference to them) to any proposed action on the part of the Joint Administrators

Mark Supperstone Joint Administrator