In accordance with Rule 3.35 of the Insolvency (England & Wales) Rules 2016 & Paragraph 49(4) of Schedule B1 to the Insolvency Act 1986

AM03 Notice of administrator's proposals





		COMPANIES HOUSE	
1	Company details		
Company number	0 6 8 4 9 8 8 8	→ Filling in this form Please complete in typescript or in	
Company name in full	BERTRAM TRADING LIMITED	bold black capitals.	
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2	Administrator's name		
Full forename(s)	MARTIN CHARLES		
Surname	ARMSTRONG		
3	Administrator's address		
Building name/number	ALLEN HOUSE		
Street	1 WESTMEAD ROAD		
Post town	SUTTON	·	
County/Region	SURREY		
Postcode	SM 1 4 L A		
Country	UK		
4	Administrator's name o		
Full forename(s)	ANDREW RICHARD	Other administrator Use this section to tell us about another administrator.	
Surname	BAILEY		
5	Administrator's address o		
Building name/number	ALLEN HOUSE	Other administrator Use this section to tell us about another administrator.	
Street .	1 WESTMEAD ROAD		
Post town	SUTTON		
County/Region	SURREY		
Postcode	S M 1 4 L A		
Country	UK		

AM03 Notice of Administrator's Proposals Statement of proposals I attach a copy of the statement of proposals Sign\and date Administrator's Signature y2 y0 y2 y0. ^d 1 ^d 2 · ^mo Signature date [™]8

AM03 Notice of Administrator's Proposals

Presenter information You do not have to give any contact information, but if you do it will help Companies House if there is a query, on the form. The contact information you give will be visible to searchers of the public record. Contact name Company name Post town County/Region Postcode Country DX Telephone

✓ Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

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

Important information

All information on this form will appear on the public record.

☑ Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.

f Further information

For further information please see the guidance notes, on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Joint Administrators' Proposals relating to

Bertram Trading Limited t/as "Bertram Books" and "Bertram Library Services" ("the Company") – In Administration

Issued on: 12th August 2020

Delivered to creditors on: 12th August 2020

For the purposes of these proposals, the following abbreviations shall be used:

"AFC" Aurelius Finance Company Limited

"BGL" Bertram Group Limited

"BTL" Bertram Trading Limited (now in Administration)

"BNP" BNP Paribas Commercial Finance Limited

"Cerberus" Cerberus Receivables Management Limited

"CRS" Charles Russell Speechlys LLP

"DBL" Dawson Books Limited (now in Administration)

"EAAA" East Anglian Air Ambulance Limited

"Erasmus" Erasmus Antiquariaaten Boekhandel BV

"EUL" Education Umbrella Limited (now in Administration)

"Evolve" Evolve IS Limited

"GDPR" The General Data Protection Regulation

"HMRC" HM Revenue and Customs

"Houtschild" Houtschild Internationale Boekhandel BV

"Katten" Katten Muchin Rosenman UK LLP

"MBV" Middleton Barton Asset Valuation Limited

"NOITA" Notice of Intention to Appoint an Administrator

"PM" Pinsent Masons

"RBS" The Royal Bank of Scotland PLC

"RPS" The Redundancy Payments Service

"ROT" Retention of Title

"the Company" Bertram Trading Limited (now in Administration)

"the Court" The High Court of Justice

"the Group"

The Bertram Group of Companies detailed on the Group Structure included

at Appendix 2

"the Joint Martin C Armstrong and Andrew R Bailey of Turpin Barker Armstrong

Administrators"

"TLG" The Little Group Limited

"Wordery" Wordery.com Limited

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- 3. Objectives of the Administration and the Joint Administrators' strategy for achieving them
- 4. Actions of the Joint Administrators following appointment
- 5. Financial position of the Company
- 6. Joint Administrators' Receipts and Payments Account
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Andrew Bailey and I are the Joint Administrators of the Company and these are our statutory proposals relating to the Company.

1. STATUTORY INFORMATION

Statutory information relating to the Company is attached at Appendix 1.

2. CIRCUMSTANCES LEADING TO THE APPOINTMENT OF THE ADMINISTRATORS

Creditors should note that, unless otherwise stated, this section of my proposals has been prepared based on information provided to me by the directors of the Company and not from my personal knowledge as Joint Administrator.

BTL forms part of the Bertram Group of Companies ("the Group") and was incorporated on 17th March 2009. A copy of the Group structure (prior to any disposal of Group companies in March and April 2020) is attached at Appendix 2.

The Company was a leading B2B book wholesaler and sold to retailers in the UK and overseas, supplying both the high street and online. Online customers included Amazon whilst high street customers included WH Smith and Waterstones. BTL held strong relationships with publishers both within the UK and globally and served a number of blue-chip customers. BTL also supplied Wordery, EUL and DBL. DBL is a wholly owned subsidiary of BTL and is inextricably linked to BTL through a single management team, head office, and back office systems.

The Company occupied and traded from a 185,000 sq. ft. premises at 1 Broadland Business Park, Norwich, Norfolk, NR7 OWF ("the trading premises") at an annual rent of circa £1.2m payable monthly. There were two separate leases for the property held by the Company, as follows:

Property	Term
Warehouse premises at Broadland Business Park	25 years starting on 24th June 2000 (BTL was
("the Warehouse Premises")	registered as the leaseholder on 24 th April 2009)
Office premises at Broadland Business Park ("the	25 years starting on 24th June 2000 (BTL was
Office Premises")	registered as the leaseholder on 24th April 2009)

Part of the Office Premises is sub-let to EAAA under a 2-year sub-lease entered into on 18th December 2019 for an annual rent of £70,748. Prior to this, part of the Office Premises was sub-let to RBS but this lease expired on 14th December 2019.

The Warehouse Premises is fully equipped to provide efficient fulfilment of stock orders generated from the vast customer base and online ordering systems. The Company had employed 371 staff on a permanent basis, all of whom were situated at the trading premises.

Due to the links between BTL and DBL, in addition to shared staff, DBL effectively operated out of the trading premises on an informal basis.

Smiths News 2009 Limited acquired the business and assets of the Company on 20th March 2009 via a pre-pack sale for circa £8.6m. Smiths was rebranded as Connect Group in 2014 with Bertram Group becoming Connect Books. The business was then purchased by Aurelius in February 2018 for circa £6m.

On 14th February 2018, BTL and DBL entered into an agreement for the Discounting of Debts ("the BNP facility") with BNP which was secured by way of debenture over the Company created on the same date. The parent company, BGL, and another group company, Wordery, were also a party to the BNP facility. It is understood that it was provided for the purpose of acquisition finance and working capital. On 26th June 2019, the BNP facility was restated and amended, and EUL was added as a party and entered into a debenture in favour of BNP on the same date. All of the UK group companies were jointly liable for the debts under the BNP facility.

On 9th August 2019, the Group entered into a senior facility with AFC. The facility contained two tranches; a £5 million term loan and a £5 million stock facility. The purpose of the £5 million term loan was to refinance part of an existing facility entered into between AFC and the Group, and to provide additional working capital. The purpose of the stock facility was to enable the Group to acquire books required to trade the business. The AFC debenture was entered into on 9th August 2019, being the same date as the loan agreement. All advances under the facility took place on or after 9th August 2019. On 24th May 2019, AFC granted a separate facility to EUL and on the same date, EUL granted security to AFC by way of a debenture. It is understood that the debenture secured an additional £1.2m term loan.

The book debts subject to the BNP facility are paid into "blocked accounts" held by them pursuant to the terms of their security.

A summary of the Company's recent trading performance is shown below.

	Y/E 31/08/2017 (£000's)	P/E 31/12/2018	*Y/E 31/12/2019
		(£000's)	(£000's)
Turnover	168,397	249,642	84,770
Gross Profit	16,081	25,088	6,353
Operating Profit/(Loss)	(15,909)	9,225	5,465

^{*}Financial information based on management accounts. It should be noted that the management accounts for the year-ending 31st December 2019 have not been verified for accuracy and therefore may not reflect the Company's true trading position.

BTL was the main wholesale trading entity of the Bertram Group and traded as "Bertram Books" and "Bertram Library Services". BTL had relationships with publishers and sourced and held stock. Book wholesalers have suffered from demand in recent years due to changes in the distribution model for literature and the rising popularity of e-books. Further, the Group began experiencing increased financial difficulties in September/October 2019 when Amazon began purchasing from publishers directly instead of buying from distributors.

In addition, the Company suffered a bad debt of circa £960,000 when The Book People Limited entered into Administration on 16th December 2019.

Following a strategic review of the business, management took steps to streamline the cost base for the Group in an effort to improve its earnings before interest, tax, depreciation and amortisation. Cost cutting strategies were devised and implemented with a view to reducing overheads by £2m for the Group. Whilst a reduction in costs was achieved, it was intended that Erasmus, Houtschild, and Wordery (being other Group companies) be marketed and sold during 2020. The sales of Erasmus and Houtschild were due to complete in March 2020, however, as a result of Covid-19, the Group's business had deteriorated rapidly due to a large quantity of orders being cancelled. The Group's cost reduction

plan was unable to be fully implemented despite Erasmus, Houtschild and Wordery ultimately being sold in March 2020 and April 2020 respectively.

In February 2020, there was continued pressure imposed on the Group by the aggressive practices of certain competitors such as Amazon, which involved bypassing the Group's business in the supply chain. In or around February 2020, the Board opened a dialogue with BNP with regard to the Group's financial position.

In March 2020, the Board engaged PM to provide them with advice in relation to their duties as directors in view of the difficult trading conditions that the Group was experiencing, particularly in view of the onset of COVID-19.

As at 16th March 2020, BNP would not advance any further monies under the BNP facility. Subsequently, BNP were repaid in full under their facility prior to Administration from book debt recoveries across the Group and following the sale of the overseas entities, Erasmus and Houtschild. Their debenture was formally satisfied at Companies House on 24th April 2020.

On 9th April 2020, the Company was issued with a statutory demand from its supplier, Hachette UK Limited, in respect of a debt of £2,808,458.49.

My firm was formally instructed on 23rd April 2020 to assist in placing BTL, DBL and EUL into Administration. Following instruction, I instructed independent valuation agents, MBV, to value and market the business and assets of the Company (simultaneous with marketing of DBL and EUL) with a view to achieving a pre-pack sale of all or part of the business.

In view of increasing creditor pressure and in order to protect the Company from action by its creditors (particularly in view of the statutory demand that had been issued and therefore there was a real threat of a winding up petition), it was considered necessary to file a NOITA on 30th April 2020. A further NOITA was filed on 15th May 2020 to allow additional time to market the business and assets.

Since the filing of the second NOITA, there were further expressions of interest in acquiring the business and assets of the Company. There were approximately 23 interested parties, including American and Australian entities, subject to non-disclosure agreements in respect of the assets of all or either of BTL, DBL or EUL. Due diligence in respect of these parties was protracted due to the unprecedented impact of COVID-19, particularly as interested parties required safe access to the Company's premises. It was for these reasons that a third NOITA was filed on 30th May 2020. At the time of expiry of this NOITA, discussions remained ongoing with interested parties regarding a sale of the Company's business and assets following its entry into administration. Discussions therefore continued with prospective purchasers in order to ensure that the best outcome could be achieved in the interest of the creditors of the Company and with a view to securing a sale of all or part of the Company's business and/or assets. Indeed, the ultimate purchaser of the assets of the Company, TLG, only submitted their offer on 15th June 2020. A further NOITA was therefore filed on 13th June 2020. Four NOITAs were filed due to an extensive marketing campaign being undertaken by MBV prior to my appointment and the decision to file a fourth NOITA was therefore taken by the directors, who were receiving independent legal advice from PM, with a view to enhancing realisations to creditors.

Whilst DBL and EUL's position was being continually monitored, it was not considered necessary to file a NOITA on their behalf until 15th June 2020, however, the marketing of the business and assets of both DBL and EUL took place in conjunction with that of BTL.

Prior to the commencement of the Administration I advised the Board as a whole, acting on behalf of the Company, about the Company's financial difficulties and provided advice about the options available to the Company to help determine an appropriate course of action to take. This advice was provided to the Company under formal engagement by the Board which took effect on 16th December 2019. No advice was given to the directors regarding the impact of the insolvency of the Company on their personal financial affairs. Whilst not formally in office at that time, I was still required to act in my dealings with the Company in accordance with the Insolvency Code of Ethics. On 23rd April 2020, Turpin Barker Armstrong was instructed to assist the Board to place the Company into Administration.

Details of my firm's prior involvement with the Company, its directors and shareholders (and ultimate beneficial owners), including the safeguards introduced to reduce the ethical threats to an acceptable level were provided to creditors under cover of my letter dated 26th June 2020. As required by the Insolvency Code of Ethics, Andrew R Bailey and I considered the various threats to our objectivity arising from this prior involvement. As creditors have previously been advised, we concluded that those threats were at an acceptable level such that we could still act objectively and hence could be appointed Joint Administrators of the Company.

On 19th June 2020, Andrew R Bailey and I were appointed by the Directors as Joint Administrators of the Company (and DBL and EUL) and took over from the Board responsibility for the management of the affairs, business and property of the Company. The appointment permitted the Joint Administrators to take any actions required either jointly or alone, although both Administrators have been involved in dealing with the Company's affairs.

3. OBJECTIVES OF THE ADMINISTRATION AND THE JOINT ADMINISTRATORS' STRATEGY FOR ACHIEVING THEM

As Joint Administrators of the Company, Andrew Bailey and I are officers of the Court, and must perform our duties in the interests of the creditors as a whole in order to achieve the purpose of the Administration, which is to achieve one of the three objectives set out in the insolvency legislation, namely to:

- (a) rescue the Company as a going concern; or
- (b) achieve a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in Administration); or
- (c) realise property in order to make a distribution to one or more secured or preferential creditors.

Objective (a) could not be achieved as no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that a Company Voluntary Arrangement was not appropriate.

As a result, we are seeking to achieve objective (b) for the Company, which will be achieved by selling the Company's assets shortly after appointment and by assigning the lease for the Warehouse Premises to TLG. Had the Company entered into Liquidation (rather than Administration), the Company would not have benefited from the moratorium provided by an Administration. It is therefore possible that the landlord may have been able to refuse the assignment of the lease for the Warehouse Premises (which was critical to the offer from TLG for the assets in-situ) and to take action with regard to the trading premises in view of the Company's likely breach of the lease for unpaid rent.

The assignment of the Warehouse Premises lease will also result in reduced claims in the Administration.

In addition, the moratorium allowed an extensive marketing campaign to be undertaken over a prolonged period during the pandemic. This likely enhanced realisations achieved in respect of the sale. The moratorium also prevented creditors from seeking to enforce ROT claims over stock and allowed for a managed wind down to take place.

Furthermore, the credit control team were retained by the Joint Administrators post-appointment to assist in collecting out the substantial debtor ledger. It was considered necessary to retain them for a period as they held relationships with the Company's customers. It also assisted in the smooth transition of collections to the appointed debt collectors, Cerberus, on 31st July 2020. It is considered that debtor collections were enhanced prior to Administration as the credit control team were able to negotiate payment plans with a number of large debtors which would have otherwise been jeopardised had the Company gone into Liquidation.

The insolvency legislation has set a 12-month maximum duration for Administrations unless the duration is extended by the Court or the creditors. If we are unable to complete the Administration of the Company within 12 months, then we will either apply to the Court or seek a decision from the creditors to extend the duration of the Administration.

4. ACTIONS OF THE JOINT ADMINISTRATORS FOLLOWING APPOINTMENT

Since we were appointed Joint Administrators work has been undertaken in respect of the following:

4.1. Sale of assets to TLG

Whilst the sale of the assets was not considered to be a pre-pack sale, due to the proximity of the sale to the date of Administration, for the sake of completeness, further information regarding the sale is provided below:

Role of the Insolvency Practitioner

This firm was first contacted in relation to the Company on 16th December 2019 to discuss its financial affairs. Turpin Barker Armstrong was subsequently instructed by the Board of Directors to assist in placing the Company (together with DBL and EUL) into Administration under a letter of engagement dated 23rd April 2020.

Prior to the commencement of the Administration I advised the Board as a whole, acting on behalf of the Company, about the Company's financial difficulties and provided advice about the options available to the Company to help determine an appropriate course of action to take. No advice was given to the individual directors regarding the impact of the insolvency of the Company on their personal financial affairs. Whilst not formally in office at that time, I was still required to act in my dealings with the Company in accordance with the Insolvency Code of Ethics.

My role was to discuss and advise on the various options available to the Board before concluding that based on information available, it would be appropriate to take steps to place the Company into Administration and subsequently to seek to undertake a sale (if possible) for some or all of the business and assets.

Ultimately the Company was placed into Administration and Andrew Bailey and I were appointed as Joint Administrators. As Joint Administrator I am an officer of the Court and I have taken over the management of the Company from the Board. As indicated above, the purpose of this Administration is to achieve objective b).

In order to help me achieve the objective I have a wide range of powers, as set out in the insolvency legislation, and I must perform my functions as quickly and efficiently as is reasonably practicable. I must also act in the interests of the creditors of the Company as a whole other than where objective c) is being pursued I need only ensure that I do not unnecessarily harm the interests of the creditors of the Company as a whole.

Pre-appointment considerations

The Company was reliant on the support of AFC who held fixed and floating charges over the Company's assets. Prior to Administration there was consultation with AFC and BNP (prior to them being repaid in full) regarding the financial position of the Company and the proposed strategy. Neither AFC nor BNP were minded to provide further funding in light of the Company's financial position.

In the circumstances it was imperative that both AFC and BNP were fully consulted prior to the appointment of administrators as they could have appointed their own administrators which may have resulted in the immediate cessation of the business. Notwithstanding this, AFC and BNP were conscious of the potential impact upon the Company's stakeholders.

In light of the pressure the Company was under, and taking account of the Company's worsening financial position, a formal insolvency procedure was therefore required. The following insolvency procedures were discussed with the Board:

Company Voluntary Arrangement (CVA) – The Company did not have sufficient working capital with which to put forward a realistic and achievable CVA. Further, the Company's cash flow problems meant that an urgent insolvency procedure was required.

Trading Administration - It was also considered whether it would be appropriate to trade the business in Administration, however, whilst this option was initially considered (assuming that a sale on appointment was not likely to be possible) it transpired that there was insufficient working capital to trade and trading would likely result in a large trading loss in view of the substantial estimated costs of trading. Therefore, this was not considered a viable option. Furthermore, the impact of COVID-19 on the Company's customer base made this unrealistic.

"Pre-Pack" Administration — A sale of the Company's business and assets immediately upon, or shortly following, Administration was considered appropriate. Marketing was undertaken to establish whether a sale of the business and assets could be achieved. If not, a pre-pack sale of the Company's assets would be pursued for the best possible price. If no sale was capable of being achieved, it was likely that a managed wind down would take place in order to maximise the sale of stock and other assets held at the trading premises and collect out the large debtor book.

Creditors' Voluntary Liquidation ("CVL") – It was considered appropriate for the Company to be placed into Administration (rather than CVL) to avoid delays associated with a CVL. The Company also required the benefit of the moratorium to prevent it from action by creditors, to safeguard the assets held at the trading premises and to assist in the collection of sums due to the Company whilst an extended marketing period was undertaken.

In light of the above it was considered that a sale would be the most appropriate option for the Company and would enable the statutory objective (b) to be achieved and would not unfairly prejudice any category of creditors. I can also confirm that the outcome achieved as a result of the sale was the best available outcome for creditors of the Company as a whole in all the circumstances of the case.

Valuation of the business and assets

I can advise that MBV, a firm of professional, independent valuation agents were instructed to provide an independent professional valuation of the Company's business and assets. The valuer responsible for preparing the valuation was Damian Short PgDip Val and the report was verified by Neil Duckworth, who has confirmed that he is a Member of The Royal Institution of Chartered Surveyors (RICS). Both valuers have the appropriate knowledge to oversee an instruction of this nature on the basis they have considerable experience in dealing with similar assets and knowledge of the industry. It was therefore considered that MBV were suitable for assisting in this matter. MBV have confirmed that they have adequate professional indemnity insurance in place. MBV has also confirmed that they had no previous involvement in respect of the Company and no conflict of interest.

Due to government guidelines surrounding the COVID-19 pandemic, a physical inspection of the assets was not practical or possible under the circumstances and therefore in order to prepare the valuation, MBV relied upon information provided by management for the purposes of research and analysis on a desktop basis.

The assets were valued on 30th April 2020 on both on "in-situ" basis (as a whole for continued use in their working place) and on an "ex situ" basis (for removal from the premises at the expense of the purchaser). Details of the value attributed to each category of asset and the sale consideration is below:

	Valuation basis (£)	& amount	Sale Consideration
Asset category	In-situ	Ex-situ	(£)
Fixed charge assets ¹ Goodwill and Intellectual Property	1,250,000	Nil	40,000²
Floating charge assets Equipment (Office Furniture and Equipment & Plant & Machinery)	185,000	90,000	435,000
Stock (free from ROT)	815,000	110,000	435,000
Total	2,250,000	200,000	910,000

¹The security held by AFC purports to create fixed charges over the IPR. The validity of AFC's security and the categorisation of assets as between fixed and floating charge is subject to legal advice.

²The Goodwill of the Company was not acquired by the purchaser. The sale included the intellectual property and software only. The definition of goodwill is the possession of a ready-formed connection with customers as a separate element in the saleable valuation of the business. The Royal Institute of Chartered Surveyors advises caution when valuing goodwill and recommends the exclusion of turnover or profits, which are attributed solely to the personal skill, style or operation, and/or reputation of the existing owner or management. The valuation of goodwill was based on information provided by the directors, together with any other relevant information.

The apportionment of the sale consideration was requested by the purchaser and approved by MBV. Whilst the sale consideration achieved is lower than the in-situ valuation, it represents the best outcome following an extensive marketing period of marketing. In addition, all elements of the sale consideration are higher than the ex-situ values attributed to the assets by the agents. The total consideration received represented the best outcome for all creditors.

Marketing of the business and assets

MBV were instructed to commence marketing on 1st May 2020 (alongside the marketing of both EUL and DBL). This marketing involved online marketing, mailshots, industry specific targeted mailshots and a direct contact campaign, as set out below.

The marketing strategy focused on a timely exit. This was in order to mitigate the risks of trading the business with the knowledge that the business had limited cashflow which would restrict trading for any extended period going forward. A marketing strategy was therefore considered and adopted in line with a sale and exit within a restricted timeframe.

The marketing comprised of the following:

- An online marketing campaign was undertaken with the business and assets posted on the business for sale section of MBV's website (www.mbvaluation.com) on 1st May 2020.
- A direct marketing campaign was undertaken to ensure all competitor businesses were advised as to the existence of the sale opportunity.
- A direct mailshot to 4,971 parties, specifically identifying potential asset buyers and investors of distressed business was conducted.
- The business and assets were marketed in the prominent trade publication "The Book Seller" in the week commencing 18th May 2020.

The business was marketed for a period of 34 days, up to a deadline for offers of 12 noon on 5th June 2020.

MBV received enquiries from 30 interested parties expressing an interest in either EUL, BTL or DBL (or all three). This resulted in 17 non-disclosure being distributed to parties with a specific interest in BTL, all of which were signed and returned. One offer for the Company's intangible assets was received prior to the deadline on 5th June 2020. This offer did not present any financial benefit to the Administration process and was rejected.

In the absence of a realistic offer for the business being received before 5th June 2020, MBV continued to market and undertake discussions with various parties with a view to obtaining offers for BTL beyond the deadline of 5th June 2020.

Throughout the marketing process, no formal interest in the business as an entire operation and no parties consulted showed any real interest to continue trading the Bertram brand and/or resuming operations at the trading premises in Norwich.

To coincide with the marketing process for the business, MBV commenced marketing BTL's tangible assets for sale by online auction on a piecemeal basis, as a contingency should no interest in the business be received. The marketing campaign for the online auction commenced on 9th June 2020 and their marketing particulars highlighted that the auction would proceed unless the assets had been

previously sold. This marketing included the stock which was marketed separately as a whole by private treaty.

MBV's marketing of the assets on a piecemeal basis attracted a number of interested parties for certain assets, which was primarily focused on the stock holding. Interest in the stock resulted in the following offers being received:

17th June 2020 - £120,000 for all stock offered for sale 25th June 2020 - £47,544 for some of the stock offered for sale 25th June 2020 – £1 per book for approximately 3,000 units (total of £3,000)

In addition to the above offers, MBV received interest in the entire schedule of unencumbered tangible assets and stock from TLG. Subsequent to negotiation and inspection at the Norwich premises, TLG presented an initial offer in the sum of £1,000,000 on 15th June 2020. The offer was to include all of BTL's unencumbered tangible assets (as scheduled to be included in the online auction) and all stock. In addition, TLG's offer was subject to obtaining an assignment of BTL's interest in the lease for the Warehouse Premises at Broadlands Business Park.

In addition to the interest from TLG, MBV received further interest from an overseas entity. This resulted in an offer of £200,000 being made for the intangible assets of BTL and DBL. Further to negotiation, a subsequent offer of £215,000 for the intangible assets of BTL was made by the same party on 24th June 2020.

On 24th June 2020, MBV reviewed all formal offers received for the component parts of BTL's assets along with any potential net realisations which could be expected from a piecemeal sale of BTL's unencumbered tangible assets (if sold by online auction). It was clear that TLG's offer for the entire schedule of tangible assets far exceeded any potential net realisations which could be achieved via any other sale route. As such, negotiations and efforts were focused on completing a sale with TLG. It was agreed that the intangible assets ought to be offered to sale to TLG, since a separate sale of this asset may have detrimentally affected the overall sale of BTL's assets. Upon further negotiation, TLG increased their offer to £1,040,000 to include BTL's intangible assets on 24th June 2020. In addition, TLG made an offer of £40,000 for the intangible assets of DBL.

Further to receiving the above offer from TLG, the position in respect of BTL's assets changed. In particular, a number of BTL's main servers in Norwich transpired to be subject to a lease agreement and approximately 30% of the stock originally included in their offer had been identified as being subject to ROT. As a result, TLG reduced their offer to £910,000 shortly prior to completion of the sale.

Details of the sale

The sale of the assets to TLG completed on 6th July 2020 and in accordance with the terms of the sale agreement, the full sale consideration of £910,000 plus VAT (where applicable) was received by our solicitors, CRS, on the same day. On the same date, the sale of DBL's intangible assets to TLG completed for a sum of £40,000 plus VAT. TLG is not connected to the Company or the wider group.

On the same date, and as part of the terms of their offer, the lease for the Warehouse Premises was assigned to TLG and rent for the period of occupation of the trading premises (i.e. from 19th June 2020 up to 6th July 2020) was paid to the landlord on the same date. The assignment of the Warehouse

Premises lease will result in the landlord's claim in the Administration being minimised (as far as possible).

Under the terms of the sale, the Joint Administrators were required to facilitate the following:

- The Domain names being maintained for a period of six months from completion (subject to any costs for doing so being met by TLG);
- The employment of the IT staff (consisting of 3 members of staff) until 31st July 2020 so that they could assist with the transfer and knowledge and knowhow in respect of the software and intellectual property (at the Company's cost); and
- To maintain the internet supply from Virgin Media and the data centre provided by Blue Chip until 31st July 2020 (at the Company's cost).

The Joint Administrators agreed to meet the costs of the internet supply and Blue Chip since it was concluded that they would likely incur these costs in any event since they were obliged to ensure that any data not being sold to TLG was properly segregated, extracted and removed from the premises and/or securely deleted and would require the services to remain in place until the end of July to facilitate this process in any event.

IF TLG required the internet supply and Blue Chip service to continue after 31st July 2020, they are obliged to meet the costs of doing so. TLG has advised that they require some of Virgin Media's services to continue up to 31st October 2020 and the Joint Administrators are in discussions with Virgin Media regarding this. TLG has agreed that a mark-up on the Virgin Media service will be payable to the Company to reimburse the Joint Administrators' costs for facilitating this (since it is of no benefit to creditors).

Conclusion

After considering the position, and on the advice from our agents, the offer from TLG was accepted as it provided the best return for creditors (as a whole). MBV considered all available routes of sale and concluded that the offer from TLG in the sum of £910,000 far exceeded the potential realisations that could otherwise be achievable and was therefore in the best interest of creditors (as a whole). The agents compared TLG's global offer to any potential net realisation possible if the various private treaty offers for specific assets on a piecemeal basis and any additional realisation available for the remaining assets if sold by public auction.

I confirm that the sale price achieved, and also the outcome, was the best available outcome for creditors of the Company as a whole in all the circumstances of the case and that the sale helps to achieve the statutory purpose of the Administration.

Work undertaken in respect of the sale

The following work has been required in respect of the sale:

- Reviewing offers received from interested parties and discussions/negotiations with appointed agents;
- Liaising with solicitors and valuation agents regarding the sale of the assets to TLG;
- Reviewing, agreeing and executing sale documentation;
- Liaising with the secured creditor over the realisation of the assets;
- Correspondence with TLG regarding post-sale formalities;

Liaising with the landlord regarding the proposed assignment of the lease.

4.2. Trading premises

As advised above, as part of the terms of the sale of assets, TLG took an assignment of the lease for the Warehouse Premises on 6th July 2020. In order to facilitate the orderly wind down of the Company's affairs, to deal with ROT claims any data obligations, the Joint Administrators continued to occupy the trading premises from appointment to the date that the lease was assigned.

The following post-appointment work has been required to be undertaken in relation to the Warehouse Premises:

- Arranging adequate security and liaising with external security provider;
- Liaising with staff on site regarding the security and maintenance of the property;
- Obtaining meter readings and issuing correspondence to utility providers;
- Corresponding with the landlord and their representatives;
- Liaising with solicitors regarding the terms of the assignment;
- Reviewing and executing documentation for the assignment;
- Reviewing calculation of rent due as an expense of the Administration;
- Making payment of rent due as an expense of the Administration.

In addition, the Company occupied the Office Premises from the period from appointment up to the date of the sale to TLG. As advised earlier, part of this premises is sub-let to EAAA at an annual rent of £70,748. However, the lease for the Office Premises remains with the Company until such time as it is surrendered and/or disclaimed (which would be possible if the Company were to exit Administration via Compulsory Liquidation). Our solicitors are in correspondence with the landlord's legal representatives with regard to agreeing a surrender (subject to the landlord agreeing a suitable date for the same). The proposed surrender is subject to the following:

- The landlord agrees not to seek any further rent as an expense for the Office Premises as we are not in occupation and are deriving no benefit from the premises and are only facilitating the receipt and onward transmission of rent from the sub-tenant;
- That we will deduct all associated costs for the Office Premises from rent received from EAAA (e.g. utilities (if any), lock changes, maintenance etc.);
- In return we will not seek to disclaim the lease via a compulsory liquidation;
- A surrender will be agreed once a replacement tenant is found for the remainder of the Office Premises (subject to agreeing a longstop date).

The work undertaken in relation to the Office Premises to date consists of the following:

- Liaising with the landlord;
- Liaising with solicitors regarding the terms of the sub-lease;
- Dealing with access issues for EAAA;
- Instructing agents to change the locks of the Office Premises;
- Liaising with solicitors regarding EAAA's access and security of the Office Premises;
- Issuing correspondence to EAAA regarding access/security of the Office Premises;
- Obtaining legal advice on the Joint Administrators' obligations under the terms of the sub-lease.

4.3. Employees

As at the date of appointment, the Company employed 371 staff. All staff have now been made redundant. A timeline of the events in relation to the Company's employees is as follows:

19th June 2020

- 323 staff were made redundant on this date. All employees had been paid by the Company (or via the Coronavirus Job Retention Scheme) prior to Administration for the period up to 19th June 2020.
- 49 staff were retained by the Joint Administrators to assist the Joint Administrators in their functions. These staff largely consisted of the following:
- Warehouse staff to assist the Joint Administrators in picking and packing ROT stock for collection by ROT suppliers. This was considered to be more cost effective than the Joint Administrators employing agents to undertake this work.
- Credit control staff to assist in continuing to collect out the substantial debtor ledger and to
 assist in a smooth transition of data and records to assist the appointed debt collectors,
 Cerberus, in pursuing the remaining debts with effect from 1st August 2020.
- IT staff to assist with the extraction/retention and deletion of data. As advised earlier, 3 members of staff were required to be retained up to 31st July 2020 as part of the sale to TLG.

3rd July 2020

 An additional 31 staff were made redundant on this date. A large amount of ROT stock, particularly for the larger suppliers, had already been picked, packed and collected and hence a substantially reduced warehouse workforce was required.

10th July 2020

- 3 members of warehouse staff were made redundant on this date.
- The sale to TLG completed on 6th July 2020 and the responsibility for the Warehouse Premises and stock passed to them.

15th July 2020

 Final 2 remaining members of warehouse staff (including the Health and Safety Manager) were made redundant.

24th July 2020

1 member of credit control team made redundant on this date.

31st July 2020

Remaining 11 members of staff, made up of credit control team, IT staff, compensation and benefits manager and remaining Board member (IT & Finance Director), made redundant.

It should be noted that BTL employed staff for both DBL and BTL. Whilst the IT staff and credit control team have likely assisted in dealing with the transfer of DBL data to TLG and the collection of debts

due to DBL, as the employees worked in hybrid roles across both companies and BTL historically met all costs for staff, all staff costs incurred post-administration have been met by BTL.

The credit control staff have also assisted in pursuing debts due to EUL as whilst EUL did have separate employees, they also used certain services of BTL. The size of EUL's ledger when compared to BTL and DBL's ledger is not significant and hence no staff costs have been recharged to EUL. The appointed debt collectors, Cerberus, will invoice each respective company for their fee, which is based on a percentage of realisations.

The work undertaken by the Joint Administrators with regard to the employees was as follows:

- Corresponding with appointed ERA agents, Evolve, in respect of redundancies and strategy generally;
- Preparing letters of redundancy for employees (to include FAQs and details of the employees' employment information according to the Company's records) and emailing and posting these to staff;
- Hosting and holding a large operator managed conference call to advise employees of their redundancy (in view of COVID-19 restrictions);
- Liaising with retained staff to co-ordinate communications with employees;
- Obtaining legal advice on retained staff;
- Issuing letters to all retained staff;
- Dealing with ad hoc queries from employees (including those who were made redundant and those who were retained);
- Liaising with retained compensation and benefits manager to process and approve payroll on a regular basis for retained staff;
- Making payments to HMRC and pension providers;
- Making payments to retained staff.

4.4. Pensions

The Company operated three pension schemes and, whilst agents have been engaged to assist with our obligations in respect of these schemes, the following work has been required in this regard:

- Dealing with the formalities of the instruction;
- Liaising with pension agents and dealing with queries raised;
- Reviewing and authorising statutory notifications.

4.5. Natwest Bank Plc and Barclays Bank Plc

In order to facilitate the receipt of funds owing to the Company, Natwest and Barclays were instructed to ensure that the Company's bank accounts remained open to receive credits only. Credit funds have been periodically transferred by the Banks into the Administration estate account as and when requested.

The sums received to date from Natwest and Barclays include some credits received post-Administration and also include funds received prior to Administration in respect of "blocked account" debts which have erroneously been paid into the accounts by customers. A full reconciliation of the sums received both prior to and post-administration will be undertaken in due course and the sums received will be reallocated accordingly.

The work undertaken in this regard relates to ongoing correspondence with both Barclays and Natwest regarding the operation of the accounts and the transfer of funds.

It has also been necessary to engage with both Barclays and Natwest to obtain view only access (and copies of statements where this was not achievable) to assist the credit control team and subsequently Cerberus in monitoring the receipt of sums from debtors post-administration.

4.6. BNP

The majority of the book debts were previously subject to a fixed charge held by BNP and were therefore paid into "blocked" bank accounts operated and controlled by BNP. Whilst the sums owing to BNP were discharged from receipts into these accounts across the Group and from the sale of overseas entities, Erasmus and Houtschild, (with their fixed charge satisfied on 24th April 2020), the remaining charge holder, AFC, purports to have a fixed charge over book debts which were previously caught by BNP's fixed charge. Whilst AFC's security and fixed charge is still subject to independent legal advice, BNP have continued to receive funds into the "blocked" accounts. A bank account has been opened by the Joint Administrators to receive funds from BNP which will be held pending the outcome of the foregoing legal advice. BNP has agreed to keep all "blocked" accounts open until 24th October 2020 to facilitate debtor receipts since it is considered that it would be disruptive to issue revised bank account details to customers and may be detrimental to collections. They have advised that this period can be extended, if required.

The following work has been undertaken in respect of dealing with BNP to date:

- Obtaining and reviewing copy statements from BNP;
- Monitoring the blocked accounts;
- Issuing correspondence to BNP requesting funds held in the blocked accounts.

4,7. AFC

AFC has a fixed and floating charge over the Company dated 9th August 2019. Following satisfaction of their charge on 24th April 2020, BNP released its security and re-assigned the Debts pursuant to the BNP facility to AFC pursuant to their fixed charge over the same. The following work has been undertaken in respect of AFC's liability/security to date:

- Liaising with AFC regarding the sale of assets subject to their security;
- Obtaining AFC's consent to transfer funds held in the BNP blocked accounts to the Administration estate account set up for the purpose of holding blocked account monies;
- Liaising with AFC regarding the instruction of book debt collection agents;
- Requesting information/documentation from AFC in support of their claim;
- Instructing solicitors to provide advice on the validity of AFC's security.

4.8. Debt Collection

As advised earlier, the credit control team were retained post-administration to assist in collecting out the debtor ledger. This was considered necessary as it was considered that they held the relationships with customers, and it would therefore assist in maximising collections. It was agreed that a debt collection agency should be instructed to pursue the remaining debts with effect from 1st August 2020. The majority of larger debtor balances had been paid by this date and the remaining ledger largely consisted of a number of smaller debtor balances from independent book retailers.

The following work has been undertaken in respect of the above to date:

- Liaising with the Finance Director regarding the collectability of the ledger and blocked and nonblocked debts;
- Analysis of the debtor ledger;
- Correspondence with the credit control team (including the designated Amazon account manager);
- Approving credit notes and write-offs;
- Corresponding with debtors;
- Obtaining and reviewing quotes from debt collection agencies;
- Instructing debt collection agent, Cerberus, to pursue the remaining debts;
- Liaising with IT staff and Cerberus to ensure the smooth transition of data and records required to pursue the debts and maximise recoveries;
- Liaising with the Amazon account manager, obtaining access to Amazon's online portals and liaising directly with Amazon to pursue collection of the outstanding sum of circa £700,000;
- Submitting a claim in the Administration of The Book People Limited and liaising with the appointed insolvency practitioners;
- Liaising with a debtor which made a duplicated payment and returning the duplicated sum;
- Liaising with Cerberus regarding debtor disputes and the process for dealing with the same;
- Liaising with BNP, Natwest and Barclays to facilitate copy statements being provided to Cerberus so that they can monitor collections.

4.9. Key Suppliers

Under the terms of the sale to TLG, the Joint Administrators were required to facilitate the ongoing internet supply from Virgin Media and the data centre provided by Blue Chip until 31st July 2020 (at the Company's cost).

In addition, in order to facilitate the orderly wind down and managed exit of the trading premises and to assist with the picking, packing and collection of ROT stock, it has been necessary to engage with suppliers to ensure supply of packaging and pallets and the hire of plant and forklifts.

Furthermore, in order to facilitate the processing of payroll, it was necessary to ensure that the services of the payroll software provider continued.

The following work has been required to be undertaken in respect of the above work to date:

- Liaising with retained staff regarding key suppliers;
- Liaising with and issuing correspondence to key suppliers to retain services;
- Reviewing services supplied by key suppliers;
- Instructing solicitors to issue correspondence to key suppliers;
- Agreeing and processing payments to key suppliers.

4.10. ROT

Significant work has been required to deal with ROT claims from creditors (including some publishers whose stock may have been comprised within a separate ROT claim from a distributor).

The work that has been undertaken, and continues to be undertaken, in respect of ROT claims includes, but is not limited to, the following:

- Receipt of notification of purported ROT claims;
- Liaising with staff on site (up to 6th July) or TLG (after 6th July) regarding the ringfencing/identification of stock pending resolution of ROT claims;
- Preparation and issue of formal letters to ROT creditors regarding completion of an ROT questionnaire;
- Reviewing stock inventories for each ROT creditor;
- Maintaining a control schedule of all ROT claims;
- Reviewing ROT questionnaires (and other supporting documentation) and, where material, forwarding to solicitors for legal advice on validity;
- Liaising with solicitors regarding ROT claims;
- Obtaining advice on segregation/aggregation of stock supplied by a distributor representing a number of different publishers;
- Internal meetings with staff regarding ROT claims and processes;
- Setting up an internal policy for dealing with ROT claims;
- Seeking one ROT suppliers' consent to a sale of their stock (although this was not agreed and the stock was ultimately returned);
- Conducting an internal review of ROT questionnaires where not cost effective to obtain legal advice:
- Daily correspondence with ROT creditors;
- Daily correspondence with Board (whilst retained), solicitors, and ROT creditors regarding general ROT queries as required.

4.11. Data extraction/retention/deletion

Under the terms of the sale to TLG, the Joint Administrators are required to ensure that any data not being sold to TLG was properly segregated, extracted and removed from the premises and/or securely deleted. In addition, the Joint Administrators are required to obtain any electronic accounting records as part of their statutory duties. The Company's financial systems and software was intricate and it has been necessary to engage IT consultants to assist.

The following work has been undertaken in relation to the segregation/extraction/deletion/retention of electronic data:

- Instructing an IT consultant to assist in managing the process;
- Regular conference calls with IT staff and the Finance/IT Director;
- Approving third party costs for extracting and storing data;
- Approving third party costs for obtaining a back up of the Company's financial data;
- Liaising with MBV regarding the transfer of data/software purchased by TLG;
- Liaising with MBV regarding the deletion of data on hardware purchased by TLG;
- Liaising with the IT consultant regarding the Joint Administrators' obligations to retain the financial data.

4.12. Physical Records

The Company's books and records were stored at the Norwich premises.

Time has been spent liaising with staff, MBV and others regarding the collection and listing of these records. This process is ongoing.

4.13. Creditors

The Company has around 2,100 known creditors. The following work has been undertaken in order to deal with creditors to date:

- Setting up a designated phone line and email address for substantial incoming correspondence;
- Inputting the names, addresses and amounts for creditors into my firm's database to enable post-appointment notifications to be issued;
- Setting up a process for staff to deal with creditor correspondence and queries;
- Regular team meetings to discuss internally;
- Adjudicating on creditor claims as and when received;
- Maintaining up to date creditor information on the case management system;
- Dealing with creditor correspondence, emails and telephone conversations regarding their claims.

I had to undertake the work stated in the sections above either as part of my routine administrative functions, to minimise claims in the Administration or in order to protect and realise the assets of the Company.

4.14. Routine statutory and compliance work

In addition to the above work, I have undertaken the following routine statutory and compliance work, such as:

- Case planning devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.
- Setting up electronic case files.
- Setting up the case on the practice's electronic case management system and entering data.
- Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holders' appointment.
- Obtaining a specific penalty bond (this is insurance required by statute that every insolvency office holder has to obtain for the protection of each estate).
- Preparing, reviewing and issuing proposals to the creditors and members.
- Filing the proposals at Companies House.
- Dealing with all routine correspondence and emails relating to the case.
- Opening, maintaining and managing the office holders' estate bank accounts.
- Creating, maintaining and managing the office holders' cashbook.

These are tasks that are required by statute or regulatory guidance or are necessary for the orderly conduct of the proceedings, and whilst they do not produce any direct benefit for creditors, they still have to be carried out.

5. FINANCIAL POSITION OF THE COMPANY

A summary of the Company's estimated financial position as at 19th June 2020 which is known as a Statement of Affairs, is attached at Appendix 3.

Comments on the Statement of Affairs

5.1. Book Debts

According to the directors' statement of affairs, the Company has debts with a book value of £3,871,960. After making a provision for bad and aged debts and likely disputes, the directors have estimated that £1,846,922 will be recovered.

Excluding Amazon, which makes up circa £700k of the ledger, the ledger comprises a large number of accounts with relatively small balances and, according to the Director, a likely collection period of 2-3 months given many are independent bookshops, universities, libraries and schools (which have only just reopened). The BTL ledger includes over 500 customers.

As advised earlier, the credit control team were retained by the Joint Administrators up to 31st July 2020 to collect out the ledgers for BTL, DBL and EUL (as far as possible). With effect from 1st August 2020, Cerberus have been instructed by the Joint Administrators to pursue the collection of the remaining debts. Prior to the credit control team being made redundant, Cerberus liaised directly with them to discuss details of the ledger/processes, evaluate the collectability of the ledger, and to arrange to extract the data/documentation they need in order to continue collections.

On 14th February 2018, BTL and DBL entered into the BNP facility. The book debts subject to this were historically paid into "blocked accounts" held by them pursuant to the terms of their security. Whilst the sums owing to BNP were discharged from receipts into these accounts and from the sale of overseas entities, Erasmus and Houtschild, with their charge over the Company being satisfied on 24th April 2020, the remaining charge holder, AFC also purports to have a fixed charge over book debts which were previously caught by BNP's fixed charge.

On the basis of current information, insufficient funds are likely to be received from book debts to allow AFC to be paid in full.

5.2. Cash held in blocked bank accounts

Following the repayment of BNP in full, AFC also purports to have a fixed charge over book debts which were previously caught by BNP's fixed charge. Whilst AFC's security and purported fixed charge is still subject to independent legal advice, BNP have continued to receive funds into the "blocked" accounts. A bank account has been opened by the Joint Administrators to receive funds from BNP on a weekly basis which will be held pending the outcome of the foregoing legal advice. BNP has agreed to keep all "blocked" accounts open until 24th October 2020 to facilitate receipts. They have advised that this period can be extended, if required.

According to the directors' statement of affairs, £1,934,294 was held by BNP at the date of Administration.

5.3. Intangible Assets (Software & Intellectual Property)

As previously stated, the Company's intangible assets consisting of intellectual property and software have been sold to TLG for £40,000 plus VAT. Further details regarding the sale have been provided earlier in this report.

5.4. Property, Plant and Equipment

As previously stated, the Company's equipment consisting of (but not limited to) plant and equipment, warehouse mezzanine and racking, office furniture and equipment, server and IT equipment, has been sold to TLG for £435,000 plus VAT. Further details regarding the sale have been provided earlier in this report.

5.5. Stock

As previously stated, the Company's unencumbered stock has been sold to TLG for £435,000.

5.6. Prepayments & other receivables

According to the directors' statement of affairs, the Company had prepayments and other receivables of £584,622 as at 19th June 2020. However, an estimated to realise value of nil has been placed on this asset by the directors. The Joint Administrators will investigate whether any recoveries can be made.

5.7. Intercompany debts

The directors' statement of affairs includes intercompany debts with a book value of £4,429,862. It is understood that these debts primarily relate to a sum of circa £3,000,000 due to the Company from EUL (which is also in Administration) and a legacy debt of circa £1,400,000 understood to be due from BGL.

The debt from EUL has been written off as there is no prospect of a return to unsecured creditors in the Administration. The legacy debt from BGL is estimated to be realised in full.

The Joint Administrators will investigate the recoverability of all intercompany debts and pursue repayment as necessary.

5.8. HMRC VAT refund

The sale of books is zero-rated and hence the Company was usually in a VAT repayment situation. Whilst the statement of affairs provides for a VAT refund with a book value of £53,271, this is likely to be offset against pre-Administration PAYE/NIC debt. Accordingly, for the purposes of the statement of affairs, realisations in this regard are stated as uncertain.

5.9. Cash at Bank

The Directors' statement of affairs estimated that the sum of £1,847,365 would be realised in respect of the Company's Sterling account with Natwest and its Sterling, Euro and US Dollar accounts with Barclays.

These accounts were frozen by the Joint Administrators following appointment but remain open in order to receive monies due to the Company.

The sums received from Natwest and Barclays both prior to and post-administration (and receipts received in the future) may include sums due in respect of blocked debts. A reconciliation of the accounts will be undertaken in due course to allocate receipts between blocked and non-blocked debts and any other sums due to the Company.

5.10. Preferential creditors

The only known preferential creditors are former employees of the Company for holiday pay. It is anticipated that preferential creditors will be paid in full in due course.

5.11. Prescribed part

There are provisions of the insolvency legislation that require an Administrator to set aside a percentage of a Company's assets for the benefit of the unsecured creditors in cases where the Company gave a "floating charge" over its assets to a lender on or after 15 September 2003. This is known as the "prescribed part of the net property." A Company's net property is that left after paying the preferential creditors, but before paying the lender who holds a floating charge. An Administrator has to set aside:

- 50% of the first £10,000 of the net property; and
- 20% of the remaining net property;

up to a maximum of £600,000 (if the charge was created prior to 6th April 2020); or up to a maximum of £800,000 (if the charge was created after 6th April 2020).

The Company gave a floating charge to AFC on 9th August 2019 and the prescribed part provisions will apply. This facility was also secured by fixed and floating charges over DBL, EUL, BGL and Wordery. The statement of affairs shows that the net property of the Company is £3,925,221, and I estimate that the prescribed part of the net property for unsecured creditors is the maximum of £600.000 (as the charge was created prior to 6th April 2020). However, these estimates are based on the directors' statement of affairs figures and do not take into account the costs of the Administration which will reduce the amount of the Company's net property. Even after taking into account the costs of the Administration I still envisage being able to make a distribution of the prescribed part of the net property to the unsecured creditors, but I am unable to estimate the amount of that distribution at present.

Based on the information available to me, it appears that fixed charge distributions will be made in the Administrations of DBL and EUL and a floating charge distribution will be made in the Administration of DBL, thereby reducing the sum required to be paid to AFC under the fixed and floating charges held over the Company. At this stage, I am unfortunately unable to estimate the amount(s) AFC will receive from the Administrations of EUL and DBL, although it is not envisaged that AFC will be repaid in full across all three companies.

AFC's outstanding debt at the date of Administration is understood to be £7,772,262. This is after taking into account sums received by them prior to Administration from the sale of Wordery and from book debt receipts, understood to be subject to their fixed charge.

6. JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT

I attach a summary of the receipts and payments relating to the Company for the period from when it entered Administration, 19th June 2020, to the date of these proposals, at Appendix 4.

I would comment on the receipts as follows:

6.1. Intangible assets (Software & Intellectual Property)

This represents the sale proceeds received from TLG (via CRS) of £40,000 plus VAT.

6.2. Property, Plant and Equipment

This represents the sale proceeds received from TLG (via CRS) of £435,000 plus VAT.

6.3. Net Stock

This represents the sale proceeds received from TLG (via CRS) of £435,000.

In addition, a customer in the US advised that they wished to return 8884 units of stock. They were also a large debtor of the Company and in order to facilitate the repayment of a large outstanding balance which may have otherwise been extremely difficult to pursue given that the debtor was based overseas, it was agreed that the debtor could return the stock. As the stock was due to be returned after the trading premises had been vacated by the Joint Administrators, it was necessary to seek a sale of the returned stock and to arrange for it to be delivered directly to a purchaser. Our agents made enquiries with TLG and other parties and an offer in the sum of £13,200 was put forward on 10th July 2020 by World of Books, an unconnected company. In the absence of any other offers and in view of the urgent requirement for a sale, this offer was accepted. The sale consideration of £13,200 is currently held by MBV and is not therefore shown in the attached receipts and payments account.

6.4. Cash at Bank

Sums totalling £1,785,101 have been collected from Barclays and NatWest to date and comprise the balances held in the Company's Sterling, US Dollar and Euro bank accounts.

As previously stated, the sums received from, or still held by, NatWest and Barclays include some credits received post-Administration and also include funds received prior to and post-Administration in respect of debts due to the "blocked" accounts which have been erroneously been paid into the accounts by customers. A full reconciliation of the sums received both prior to and post-administration will be undertaken in due course and the sums received will be reallocated accordingly.

6.5. Gross Bank Interest

Gross Bank interest totalling £51.70 has been received on funds held in the general estate bank account.

6.6. Other

In addition to the above assets, prior to administration, both BTL and EUL used the furlough scheme. PM advised the Board to transfer the PAYE/NIC due for the April and May payroll for furloughed staff which had been refunded by HMRC to the Companies via the Coronavirus Job Retention Scheme ("CJRS") to our firm's client account. We are therefore holding a total sum of £130,862.16 in respect of both EUL and BTL. This remains in our client account pending legal advice on whether these funds should be returned to HMRC (on the basis that the CJRS stipulates that PAYE/NIC for furloughed staff should be paid), or alternatively, whether these funds are to be treated as an asset in the respective Administrations. It is understood that PM's rationale for advising the directors to transfer these sums

to our client account was because HMRC could not apply the payments for PAYE/NIC due for April and May to those months and could only apply it to existing arrears and this was not acceptable from a directors' duties point of view since the funds were provided by HMRC specifically for furloughed staff in April and May and therefore ought to be paid over to HMRC solely for that purpose.

I would comment on the payments as follows:

6.7. Specific Bond

This is insurance required by statute that every office holder must obtain for the protection of each estate, with the premium being based on the value of the Company's assets. The sum paid in this case is £720.00.

6.8. Statutory Advertising

The sum of £202.83 has been incurred and paid in respect of the advertisement of the Joint Administrators' appointment in the London Gazette and a newspaper local to its trading premises.

6.9. Rent (inc service charge & insurance)

Rent, service charges and insurance of £40,929.30 plus VAT has been paid to the landlord of the trading premises for the period of the Joint Administrators' occupation from 19th June 2020 to 6th July 2020.

6.10. Property Expenses

Utilities totalling £237.87 have been paid to date in respect of the Joint Administrators' occupation of the trading premises from 19th June 2020 to 6th July 2020.

6.11. Employee related payments

Employee payments totalling £137,086 have been made to date. These payments comprise the following:

- Wage payments of £86,581 (including pension and accrued holiday from 19th June 2020) to staff retained for the period from the date of Administration (19th June 2020) to the date of their redundancy;
- PAYE/NIC of £50,005;
- Employee healthcare of £212;
- Employee childcare vouchers of £288.

6.12. PR Agency Fees – Post-Appointment

The sum of £610.50 has been paid to date in respect of post-appointment PR services provided by Citigate Dewe Rogerson.

6.13. Stationary & Postage

Costs of £744.98 have been accrued and paid in respect of postage services provided by an outsourced mailroom.

6.14. Postage, Packaging and Pallet Costs

Costs of £4,177.58 have been paid to obtain packaging and pallets in order to collate ROT stock and prepare it for collection by suppliers, particularly in view of COVID-19 requirements.

6.15. Plant/Vehicle Hire

Costs of £1,431.46 have been paid to Truckmasters Hire Limited, the Company's provider of forklift trucks, to assist with warehousing requirements post-administration.

6.16. Conference Call charges

Costs of £1,703.86 for a third-party provider of conference call facilities has been paid. The majority of the sum paid relates to an operator managed call which was necessary to deal with the redundancy of employees, particularly in view of COVID-19 restrictions.

6.17. Security Costs

Third party costs of £7,391.13 have been paid for providing on site security guards and services for the maintenance of alarm systems.

6.18. Waste Removal

Third party costs of £175.69 have been paid for the secure removal of confidential wastepaper bins and consoles at the trading premises.

6.19. IT Consultancy Fees

Sircles.net Limited have been engaged to provide assistance with data extraction and IT security, in addition to providing ongoing IT support. A payment of £2,487.30 has been made to them to date.

6.20. IT Fees - Data Extraction

Steltix UK Limited provided IT assistance and repair to enable data to be extracted from the Company's internal software. A payment of £550.00 has been made to Steltix UK Limited.

6.21. Repayment of third-party funds

Following my appointment, it transpired that a debtor had made a duplicated payment to the "blocked account" held by BNP. As the customer required the repayment of funds urgently and BNP could not facilitate the repayment to the customer directly, I reimbursed the customer from administration estate funds. These funds will be reimbursed following receipt of the sums currently held by BNP.

All payments made to date (including those to agents) relate to expenses incurred in the Administration, further details of which can be found in Section 8 of these proposals.

7. PROPOSED FUTURE ACTIONS OF THE JOINT ADMINISTRATORS TO ACHIEVE THE OBJECTIVE OF THE ADMINISTRATION

In order to achieve the objective of the Administration of the Company I propose to deal with/undertake the following:

7.1. Cash at Bank

The Company's bank accounts with Natwest and Barclays remain open to receive funds and time will be spent liaising with them to obtain the credit balances held periodically and to facilitate the closure of the accounts (when appropriate).

7.2. BNP

Time will be spent in periodically requesting the transfer of funds from BNP to the estate account set up for the purpose of holding these funds.

It will also be necessary to reimburse the general estate account for the sum already repaid to a debtor in respect of a duplicated payment.

7.3. Debtors

The sums received to date from NatWest and Barclays include some credits received post-Administration and also include funds received prior to Administration in respect of debts due to the "blocked" accounts which have been erroneously been paid into the accounts by customers. A full reconciliation of the sums received both prior to and post-administration will be undertaken in due course and the sums received will be reallocated accordingly.

Going forward, the Joint Administrators will continue to liaise with Cerberus regarding collection of the remaining debtors. The work involved in this is anticipated to include the following:

- Regular correspondence with Cerberus regarding collection progress;
- Dealing with disputes raised by customers;
- Reviewing and considering payment plans put forward by customers;
- Providing documentation/information to Cerberus as and when required.

7.4. Intercompany Debtors

The Joint Administrators will investigate the recoverability of all intercompany debts and pursue repayment, as necessary.

7.5. ROT

The Joint Administrators will be required to deal with a number of ROT claims going forward. This work will include the following:

- Preparation and issue of formal letters to ROT creditors regarding completion of an ROT questionnaire;
- Maintaining a control schedule of all ROT claims;
- Review of ROT questionnaires (and other supporting documentation) and, where material, forwarding to solicitors for legal advice on validity;
- Conducting an internal review of ROT questionnaires where not cost effective to obtain legal advice;
- Daily correspondence with ROT creditors;
- Liaising with TLG regarding ROT stock.

7.6. CJRS monies

The Joint Administrators will take advice on the funds currently held in their firm's client account in respect of funds provided by HMRC for PAYE/NIC liabilities for furloughed staff and will deal with the funds in accordance with the legal advice they receive.

7.7. Post-sale obligations

In addition to ROT matters, it will be necessary to continue to liaise with Blue Chip and Virgin Media in order to finalise the billing arrangements and in order to seek to extend part of the Virgin Media supply (at TLG's cost).

7.8. Property related matters

It will be necessary to finalise the occupational costs relating to the property such as utilities. It will also be necessary to continue to liaise with EAAA, the landlord and our solicitors with regard to the sub-lease and the proposed surrender of the lease for the Office premises.

7.9. Key Suppliers

Time will need to be spent finalising billing arrangements from keys suppliers engaged to provide essential services post-administration.

7.10. Distributions to AFC

It is anticipated that distributions will be made under both the fixed and floating charges held by AFC (subject to legal advice). Time will therefore be spent calculating the appropriate level of distributions, corresponding with AFC, and processing payment of these distributions.

7.11. Distributions to preferential creditors

It is anticipated that there will be funds to enable preferential creditors to be paid in full.

7.12. Distributions to unsecured creditors

The Company's financial position means there are insufficient assets to enable me to pay a dividend to non-preferential unsecured creditors, other than by way of a distribution of the prescribed part of the net property.

7.13. Investigations

The Joint Administrators will continue to investigate the affairs of the Company to establish whether there are any potential asset recoveries or conduct matters that require further investigation, taking account of the public interest, potential recoveries, the funds likely to be available to fund an investigation, and the costs involved. In addition, any matters brought to our attention will be considered and investigated as necessary.

Any additional recoveries made as a result of these investigations may facilitate an increased return to creditors. At this stage, however, I am not aware of any potential asset recoveries that require investigation, however, I should be pleased to receive from you any information that you have about

the way that the Company's business was conducted or potential asset recoveries that you consider will assist me.

Within three months of our appointment, we are required to submit a confidential report to the Secretary of State to include any matters which have come to our attention during the course of our work, which may indicate that the conduct of any past or present director would make him/her unfit to be concerned with the management of the Company. This report will be prepared and submitted in due course.

7.14. General

In addition, we will do all such things and generally exercise all powers as Joint Administrators as we in our discretion consider desirable or expedient in order to achieve the purpose of the Administration.

8. JOINT ADMINISTRATORS' REMUNERATION AND EXPENSES

I attach at Appendix 5 a copy of my practice fee recovery policy. In this case I am seeking to fix the basis of my remuneration on a time cost basis as detailed below:

For all tasks in the Administration, I propose to seek approval on a time cost basis. i.e. by reference to time properly spent by me and members of staff of the practice at our standard charge out rates. When I seek approval for my fees on a time cost basis, I have to provide a fee estimate. That estimate acts as a cap on my time costs so that I cannot draw fees of more than the total estimated time costs without further approval from those who approved the fees. I attach a fee estimate at Appendix 8 which sets out the work that I intend to undertake, the hourly rates I intend to charge for each part of the work, and the time that I think each part of the work will take. It includes a summary of that information in an average or "blended" rate for all of the work being carried out within the estimate.

As indicated in the fees estimates the following areas of work will be charged on a time cost basis: administration, creditors, realisation of assets, investigations; and case specific matters. The following explains about the areas of work for which I am seeking approval on a time cost basis, whilst full information about the work that I will undertake on a time cost basis is contained in Appendix 6.

Administration

This represents the work that is involved in the routine administrative functions of the case by the office holders and their staff, together with the control and supervision of the work done on the case by the office holders (and their managers). It does not provide a direct financial benefit to the creditors, but has to be undertaken by the office holders to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

Creditors

Employees - The office holders need to deal with the ex-employees in order to ensure that their claims are processed appropriately by the RPS. Although agents have been instructed to deal with queries received from both the ex-employees and the RPS to facilitate the processing of the claims the office holders have been, and will continue to be, required to correspond with the agents and employees to deal with matters and queries in this regard.

Claims of creditors - the office holders need to maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of the management of the case, and to ensure that notices and reports can be issued to the creditors. The office holders will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. The office holders are required to undertake this work as part of their statutory functions.

Dividends - the office holders have to undertake certain statutory formalities in order to enable them to pay a dividend to creditors. This includes writing to all creditors who have not lodged proofs of debt and reviewing the claims and supporting documentation lodged by creditors in order to formally agree their claims, which may involve requesting additional information and documentation from the creditors.

Realisation of Assets

This is the work that needs to be undertaken to protect and then realise the known assets in the case. Details of the known assets and the likely work required to realise the same has been provided earlier in this report and in Appendix 6. If this work is undertaken, the office holders anticipate that the assets will realise the estimated to realise amounts provided to creditors.

Investigations

The insolvency legislation gives the office holders powers to take recovery action in respect of what are known as antecedent transactions, where assets have been disposed of prior to the commencement of the insolvency procedure and also in respect of matters such as misfeasance and wrongful trading. The office holders are required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are potential recovery actions for the benefit of creditors and the time costs recorded represent the costs of undertaking such an initial investigation. If potential recoveries or matters for further investigation are identified then the office holders will need to incur additional time costs to investigate them in detail and to bring recovery actions where necessary, and further information will be provided to creditors and approval for an increase in fees will be made as necessary. Such recovery actions will be for the benefit of the creditors and the office holders will provide an estimate of that benefit if an increase in fees is necessary.

The office holders are aware that the following specific matters require investigation:

Creditor concerns

 Certain creditors have raised concerns regarding the conduct of the directors in the period prior to Administration.

Pre-appointment transactions/disposals

- The sale of certain assets in the period prior to my appointment as Joint Administrator;
- The surrender of group tax losses for 2018;
- The repayment of BNP prior to administration from book debt receipts;
- The partial repayment of AFC prior to administration from book debt receipts.

The estimated time required to be spent to do so and the time costs of doing so are included in the estimate.

The office holders are unable to quantify the benefit to creditors of these investigations at present but will include such information in their statutory report to creditors once the position has been reviewed fully.

The office holders are also required by legislation to report to the Secretary of State on the conduct of the directors and the work to enable them to comply with this statutory obligation is of no direct benefit to the creditors, although it may identify potential recovery actions.

Case specific matters

The case specific work which has been, or will be, undertaken in this case has been set out in these proposals and in Appendix 5. In summary, these tasks relate to a number of matters which have, or will, arise in this case due to the specific nature of the assignment. Some of these tasks have provided a financial benefit to the estate since they were required pursuant to the terms of the sale to TLG. Whilst some of the tasks in this category of work do not provide a financial benefit to the estate, they were required to facilitate the Joint Administrators' occupation and post-administration management of the trading premises and oversight and controls over the staff on site. This has served to ensure that ROT claims could be dealt with in a cost effective and prompt manner.

More details of the tasks included in these categories are included in the fees estimate. I estimate that the total time costs that I will incur in undertaking these tasks in this case will be £582,990 at a "blended" rate of £226.67 per hour.

This estimate has been provided to creditors at a relatively early stage in the administration of the case and before the office holders have full knowledge of the case. Whilst all possible steps have been taken to make this estimate as accurate as possible, it is based on the office holders' current knowledge of the case and their knowledge and experience of acting as office holders in respect of cases of a similar size and apparent complexity. As a result, the estimate does not take into account any currently unknown complexities or difficulties that may arise during the administration of the case. If the time costs incurred on the case by the office holder exceed the estimate, or is likely to exceed the estimate, the office holders will provide an explanation as to why that is the case in the next progress report sent to creditors. Since the office holders cannot draw remuneration in excess of this estimate without first obtaining approval to do so, then where the office holders consider it appropriate in the context of the case, they will seek a resolution to increase the fee estimate so that they will then be able to draw additional remuneration over and above this estimate.

I anticipate needing to seek approval to exceed the estimate if this work leads to further areas of investigation, potential further asset recoveries and any associated action, such as arbitration or legal proceedings.

As at 11th August 2020, a total of 1,051.10 hours has been spent working on the above tasks in the Administration, and total time costs to date are £285,356.50 charged at an average charge out rate of £271.48. Details of the time units used, and current charge-out rates are provided in our practice fee recovery sheet, a copy of which is enclosed at Appendix 5. I attach, in respect of the areas of work where I am seeking to charge fees on a time cost basis, an analysis of time costs incurred to 11th August 2020 by reference to grade of staff and work done at Appendix 9.

I am not seeking a decision from the creditors on whether or not to approve these proposals as the Company's financial position means there are insufficient assets to pay a dividend to non-preferential unsecured creditors (other than by way of the prescribed part of the net property).

As a result, it will be for the charge holder (and preferential creditors) to approve my remuneration.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at http://www.creditorinsolvencyguide.co.uk/. Details about how an office holder's fees may be approved for each case type are available in a series of Guidance Notes issued with Statement of Insolvency Practice 9, and they can be accessed at https://www.turpinbainsolvency.co.uk/fees-and-links. There are different versions of these Guidance Notes, and in this case please refer to the April 2017 version. Please note that we have also provided further details in the practice fee recovery sheet.

I have used the following agents or professional advisors since my appointment as Joint Administrator:

Professional Advisor	Nature of Work	Fee Arrangement	
MBV	Valuer/Auctioneer	Time costs + disbursements	
CRS .	Solicitors	Time costs + disbursements	
Katten	Solicitors	Time costs + disbursements	
Sircles.net Limited	IT support/data recovery	Time costs	
File Lady Limited	Document Management	Fixed fees for collection, deliveries and destruction Recurring fixed fees for storage Time costs for listing	
Evolve IS Limited	Pension Services	Fixed Fee	
Evolve IS Limited	ERA Services	Fixed Fee 、	
Citigate Dewe Rogerson	PR Services	Time costs	
Cerberus	Debt collection	5% of realisations	

The choice of professionals was based on my perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. I also considered that the basis on which they will charge their fees represented value for money. I have reviewed the charges they have made and am satisfied that they are reasonable in the circumstances of this case.

The following work has been undertaken by the above following our appointment:

MBV

A summary of the work undertaken by MBV is as follows:

- Providing ongoing assistance and support to the Joint Administrators' office in respect of the trading premises throughout and conducting an ongoing review of the occupational term to coincide with the structured disposal programme implemented for the tangible assets;
- Arranging clearance of certain items from the Office Premises;
- Continuation of web-based marketing campaign;
- Undertaking negotiations with TLG and their advisors in respect of the sale of assets;
- Providing general valuation advice and assistance to the Joint Administrators throughout the period of negotiations with TLG;
- Providing ongoing support throughout negotiation of the sale and attending various meetings with TLG;
- Providing professional advice and assistance in the negotiations with interested parties, issuing non-disclosure agreements and providing information requested from interested parties;
- Reviewing and providing a recommendation in respect of the sale to TLG;
- Dealing with the ad hoc sale of returned stock;
- Providing support to the Joint Administrators throughout the post-sale period and assisting in identifying assets to be transferred;

- Attending the Company's trading premises in order to schedule the records located on site;
- Co-ordinating the recovery of the Company's physical records from the trading premises;
- Providing assistance to various financial institutions and creditors in co-ordinating recovery of assets from the trading premises;
- Attending various meetings, liaising with the IT staff and the Joint Administrators' office in respect to the configuration of all IT based software and systems in order to i) ensure the safe recovery of all sensitive data, ii) co-ordinate the destruction of sensitive data as necessary, and iii) prepare the IT hardware for transfer to TLG under the terms of the sale agreement;
- Providing general advice and support to the Joint Administrators' office in monitoring site security at the trading premises;
- Maintaining site presence in the period between 19th June 2020 to 17th July 2020.
- Assisting in the formal hand-over of the property and assets post completion of sale to TLG;
- Dealing with other general enquiries and queries raised during the administration of the Company's affairs and providing general support to the Joint Administrators' office.

CRS

CRS have been instructed to provide legal advice and assistance to the Joint Administrators on a number of matters, including the following:

- Providing advice on ROT claims and corresponding with ROT creditors (and their representatives);
- Preparing a sale agreement and corresponding with the purchaser's legal representatives;
- Dealing with the assignment of the lease for the Warehouse Premises;
- Advising on property issues raised by the landlord and their legal representatives and advising on property issues relating to the sub-tenant;
- Issuing correspondence to creditors to facilitate ongoing supply;
- Dealing with post-sale formalities;
- Advising on GDPR obligations;
- Drafting certain correspondence in relation to the case;
- Dealing with ad hoc queries as and when appropriate.

<u>Katten</u>

The two principal lawyers at CRS that were dealing with this matter moved firm and are now at Katten solicitors. As the former CRS lawyers have the background information and the relevant knowledge to deal with this matter, Katten will be engaged to assist in this matter going forward. They've been instructed to undertake the following work:

- Provide advice on the validity of AFC's security;
- Provide advice on the funds held in relation to the CJRS.

Sircles.net Limited

Sircles.net Limited have been engaged to provide assistance with data extraction and IT security, in addition to providing ongoing IT support.

File Lady Limited

File Lady Limited have been engaged to assist with the collection, listing and storage of the books and records held at the former trading premises in Norwich. These records comprise records for DBL, EUL and the Company which are intermingled. Therefore the costs charged by File Lady to BTL are likely to include charges for collecting/storing records on behalf of DBL and EUL and therefore this is subject to File Lady apportioning their costs between the three Administrations at a later date.

Evolve

Evolve have been instructed to assist the Joint Administrators in dealing with the Company's pension schemes and the associated obligations. The work undertaken to date is as follows:

- Completion and submission of statutory Pensions Act notifications for all relevant schemes;
- Liaising with pension providers;
- Ongoing advice and assistance to the Joint Administrators in respect of pension matters.

Evolve are also engaged to provide support and assistance in dealing with certain employee matters. The work undertaken following appointment relates to the following:

- Preparing and submitting RP14 and RP14a forms to the RPS;
- Dealing with all employees queries in respect of the termination of their employment and any claims they are making to the RPS.

Citigate Dewe Rogerson

Citigate Dewe Rogerson were engaged to field calls and enquiries from various media outlets regarding the Administration in addition to assisting with the preparation of press releases.

Cerberus

Cerberus are engaged to pursue recovery of the Company's debtor ledger with effect from 1st August 2020. The work undertaken to date by Cerberus includes the following:

- Liaising with the IT staff to ensure the smooth transition of data and records required to pursue the debts and maximise recoveries.
- Analysis of the debtor ledger.
- Liaising with the Joint Administrators' office and the Company's Finance Director regarding the collectability of the ledger and blocked and non-blocked debts.
- Correspondence with the the credit control team.
- Corresponding with debtors.
- Liaising with the Joint Administrators' office regarding debtor disputes, proposed payment plans, and the process for dealing with the same.

Cerberus are to be remunerated at a rate of 5% percent of collections received on or after 1st August 2020. Whilst sums have been received into the Company's bank accounts with NatWest and Barclays, in addition to the "blocked" accounts operated by BNP, since 1st August 2020, Cerberus have not yet provided a reconciliation of these sums from which their fees can be calculated. For the purposes of these proposals, I have therefore been unable to estimate their accrued fees to date. An estimate of their overall anticipated fees during the Administration is included at Appendix 7.

Details of the expenses incurred (and paid where appropriate) to date are provided below:

Type of expense	Amount incurred/accrued since appointment	Amount paid
Debt collection Fees	Nil – see comments above	Nil
Agents' Fees	£160,945.74	Nil
Legal Fees	£100,597.10	Nil
IT support/data-recovery	£5,117.61	£3,037.30
Document Management	£4,592.40	Nil
Pension Services	£450.00	Nil

ERA Services	£11,742.00	Nil
PR Services	£943.50	£610.50
Postal Redirection	£216.00	Nil
Specific Bond	£720.00	£720.00
Statutory Advertising	£202.83	£202.83
Conference call charges	£1,703.86	£1,703.86
Stationery & Postage	£744.98	£744.98
Rent (inc service charges & insurance)	£40,929.30	£40,929.30
Property expenses	£237.87	£237.87
Employee related payments (including salaries, pensions, PAYE/NIC and associated benefits)	£137,086.22	£137,086.22
Postage, Packaging and Palletising	£4,177.58	£4,177.58
Plant/Vehicle Hire	£1,431.46	£1,431.46
Security costs	£7,391.13	£7,391.13
Waste removal	£175.69	£175.69
Insurance	£4,077.92	Nil
TOTAL	£483,483.19	£198,448.72

I anticipate that expenses totalling £686,008.50 (which includes the expenses incurred to date of £483,483.19 shown in the table above) will arise in these proceedings, as detailed in Appendix 7. Expenses do not have to be approved, but when reporting to any committee and the creditors during the Administration, the actual expenses incurred will be compared with the original estimate provided and I will explain any material differences (for example, where legal costs rise due to escalated recovery action).

9. PRE-ADMINISTRATION COSTS

As previously advised, prior to the commencement of the Administration I advised the Board on the Company's financial difficulties and provided advice about the options available to the Company to help determine an appropriate course of action to take. This advice was provided to the Company under formal engagement by the Board which took effect on 16th December 2019.

The Board of Directors subsequently instructed me to assist them in placing the Company in Administration on 23rd April 2020. They agreed that I should be paid my pre-administration costs as a fixed fee of £150,000.

In addition to my own costs, the following expenses were incurred:

<u>Professional Advisor</u>	Nature of Work	Basis of Fees
MBV	Valuer/Auctioneer	Time costs + Disbursements
CRS	Solicitors	Time costs + Disbursements
Evolve	ERA Services	Fixed fee
Citigate Dewe Rogerson	PR services	Time costs

The following work was undertaken:

Valuation Agents' fees

MBV were instructed to undertake the following pre-appointment work:

- Carry out an initial investigation, secure relevant data for the preparation of a valuation report and commence a strategic disposal programme in respect of the Company's tangible and intangible assets;
- Extensive interviews remotely with senior management in order to source relevant data, to assist in providing a detailed valuation report;
- Carry out a detailed desktop appraisal/review to include detailed analysis of all BTL financial data, IT systems, software programmes, trading position, fixed asset register and stock;
- Provide a detailed valuation report in respect of the Company's assets to include all intangible and tangible assets, and stock on the basis of Market Value (in-situ) and Market Value (ex-situ) basis, across all asset categories.
- Carry out a detailed review of the Company's leasehold property and occupational arrangements at Broadlands Way, Norwich, to include a detailed review of tenancy agreements;
- Draft marketing particulars;
- Conduct a web-based marketing campaign to include placing sale notices on their website, direct mailing to MBV's own mailing list, carrying out competitor analysis and undertaking further direct marketing to various competitors identified;
- Liaise with various interested parties, issue non-disclosure agreements and monitor the distribution of company information to the registered interested parties, to include ongoing dialog with management to source/provide information requested by interested parties;
- Monitor the bidding process and offers received for the business, assets and stock holding, prior to the initial deadline for offers;
- Provide a strategic review with regard to a structured disposal of all tangible assets and stock by a combination of private treaty sales and online auctions, in order to provide a contingency plan should a sale of the business or assets not take place;
- Commence cataloguing of all on-site tangible assets located at the trading premises at Broadlands Business Park in Norwich in preparation for a sale by online auction;
- Prepare all marketing particulars, engage with web-based subcontracted services in order to undertake a comprehensive marketing campaign for the tangible assets and stock on a piecemeal basis;
- Invite offers on a piecemeal basis for packaging and handling machinery, and entire stock holding;
- Maintain a site presence in the period between 5th June 2020 to 19th June 2020.

MBV provides specialist advice to corporate recovery professionals and banks regarding insolvent companies. MBV have a clear understanding of the complexities of insolvency procedures and offer a complete business sales and marketing service.

The work undertaken by MBV in the pre-Administration period was done with a view to achieving a sale of the business and assets either on, or shortly after, Administration. The sale price achieved was the best available in the circumstances (following an extensive marketing period) and will contribute to statutory objective (b) being achieved.

Legal fees

CRS were instructed to provide ongoing assistance and advice to the proposed Joint Administrators in relation to all pre-Administration matters. These included, but are not limited to, the following:

- Preparing a draft review of the security held over the Group;
- Reviewing and preparing relevant documentation relating to placing the Company into Administration;
- Reviewing documentation provided by creditors claiming ROT and providing advice on the validity of those claims and the treatment of claims made by distributors representing a large number of publishers;
- Liaising with ROT suppliers (and their legal representatives) directly;
- Advising on the lease held by the Company and the landlord's position;
- Advising on the post-administration retention of employees and the furlough scheme generally;
- Advice on the strategy adopted generally;
- Initial preparation of a sale agreement.

CRS is a law firm headquartered in London with offices in the UK, Europe and the Middle East. The CRS Corporate Recovery & Insolvency team is ranked in Chambers and Partners and Legal 500 for both London and the South. CRS were instructed in this matter as they have the requisite knowledge and experience in dealing with such matters.

The work undertaken by CRS in the pre-Administration period facilitated the Company being placed into Administration with a view to achieving statutory objective (b), in part by completing a sale of the Company's tangible assets following Administration.

A large portion of the work undertaken by CRS (and my firm) in the pre-appointment period relates to significant work which was required to deal with ROT claims from creditors. Due to there being an extensive marketing period, it was considered appropriate to correspond with purported ROT creditors in the pre appointment period in order to establish whether agreements could be reached to allow BTL to continue to sell stock which was subject to ROT. The rationale for this was to maximise realisations for the benefit of creditors and, where an agreement could not be reached, arrange for stock subject to ROT to be returned to the respective supplier/distributor (so their position was not worsened and their claim against the Company was reduced). It was originally anticipated that only a small number of large suppliers would claim ROT over stock supplied to the Company, and it was considered to be in the interests of all stakeholders that their agreement be sought to continue to sell stock to generate additional funds (due to the high level of inventory held and the risk of sale prices reducing further following Administration). We were however approached by a large number of other purported ROT creditors (including some publishers whose stock may have been comprised within a separate ROT claim from a distributor).

Whilst agreements were sought with ROT creditors for the continued sale of stock in the preappointment period, no such agreements were entered into due to a number of reasons, including delays with obtaining ROT questionnaires and supporting documentation and the requirement to obtain legal advice on the validity of claims. In addition, a number of the large ROT creditors were distributors and represented a large number of publishers and they were required to seek each individual publishers' consent to the proposed sale of stock. Whilst some agreements were reached in principle with certain ROT creditors, the impact of COVID-19 on the Company's customer base eventually made it difficult to facilitate the continued sale of stock. However, this work meant that ROT claims were dealt with at an early stage and it allowed for stock to be returned (which meant that ROT creditors' positions did not worsen and their claim against the Company was reduced) and staff on site were able to deal with the picking and packing of ROT stock (which likely reduced overall costs in the Administration).

The work that has been undertaken, and continues to be undertaken, in respect of ROT claims includes, but is not limited to, the following:

- Receipt of notification of purported ROT claims (either via the Company or directly from the creditor);
- Liaising with the Board regarding delisting of stock pending resolution of ROT claim;
- Preparation and issue of formal letters to ROT creditors regarding completion of an ROT questionnaire and requesting agreement for continued sale of stock;
- Preparing individual stock inventories for each ROT creditor (to accompany the above letter);
- Maintaining a control schedule of all ROT claims;
- Review of ROT questionnaires (and other supporting documentation) and, where material, forwarding to solicitors for legal advice on validity;
- Conducting internal review of ROT questionnaires where not cost effective to obtain legal advice;
- Daily correspondence with ROT creditors regarding agreement to sell ROT stock or collection of stock;
- Daily correspondence with Board, solicitors, and ROT creditors regarding general ROT queries as required.

Ordinarily, the above ROT work would predominantly be undertaken following Administration (and therefore comprised within the Joint Administrators' post appointment fees and expenses). However, this work was considered necessary in the pre appointment period for the reasons set out above.

ERA services

Evolve IS Limited were instructed to provide support and assistance in dealing with certain employee matters. The work undertaken prior to appointment relates to the following:

- Collation of Company records to enable the processing of employee claims;
- Obtaining a specific case reference number from the RPS.

This work was considered necessary in order to avoid any unnecessary delays in processing claims of employee claims following Administration.

PR Services

Citigate Dewe Rogerson were engaged to field calls and enquiries from various media outlets regarding the Administration of BTL, DBL and the Company. The work undertaken prior to appointment related to the following:

- Familiarising themselves with the facts of the case;
- Assisting with the preparation of a press release.

The work undertaken in the pre-Administration period by Citigate Dewe Rogerson was considered appropriate to manage enquiries from media outlets.

I have set out below a broad overview of the services provided by my firm in the pre-administration period:

- Advising and assisting the Board in relation to the Group's affairs and business prior to the appointment of Joint Administrators.
- Advising and assisting the Board in relation to any discussions or negotiations with creditors and, in particular any secured lenders and/or Crown creditors.

- Advising and assisting the Board in relation to any discussions or negotiations with potential purchasers of the business and assets.
- Instructing agents to advise on the value of the business and assets, and how best to market and realise the business and assets to further the purpose of Administration.
- Instructing legal advisors to advise on matters relating to how best to further the purpose of Administration.
- Assisting the Board in dealing with the formalities of compiling the relevant documentation to place the Company into Administration and liaising with solicitors instructed to assist in completing such formalities.
- Contacting all relevant parties on behalf of the Company with a view to carrying out the above functions

Since my firm's formal instruction on 23rd April 2020, the strategy in respect of the Company evolved and a significant amount of additional, unforeseen work was required to be undertaken. A summary of the additional work is below:

- Longer marketing period than expected to explore possible sale (as a result of a high number of interested parties and the delays in completing due diligence due to limitations imposed by the COVID-19 pandemic);
- Filing of four NOITAs to facilitate marketing, a potential sale and debtor recoveries (payment of which was considered at risk if the Company entered Administration earlier);
- Significant and ongoing correspondence with creditors, principally regarding ROT creditors;
- Advising the Board on the implications of the sale of a connected company, specifically in relation to cross-guarantees provided for Group liabilities;
- Additional work required due to longer than anticipated pre-administration period including, but not limited to:
 - Attending Board meetings.
 - o Advising the Board on critical payments.
 - o Advising the Board generally.
 - o Liaising with BNP and AFC regarding their security and associated liabilities.
 - Additional correspondence with all relevant parties (including creditors, Board, valuation agents, solicitors etc.).

Due to the reasons stated above, the work undertaken in the pre-administration period was significant. However, I consider that this work ultimately reduced the work required to be undertaken following administration and was undertaken with a view to achieving the statutory purpose of administration.

It is not considered that any of the pre-Administration work undertaken above has unnecessarily harmed the interests of creditors. The work was undertaken to facilitate (a) the Company being placed into Administration, (b) maximising realisations and reducing the claims of creditors (c) the sale of the Company's assets, (c) dealing with employee claims promptly, and (e) minimising interactions with the media (thereby reducing costs).

I also assisted the Board take the appropriate steps to place the Company into Administration. This task, together with some of the other tasks mentioned above are required by statute or regulatory guidance, and whilst they do not produce any direct benefit for creditors, they still have to be carried out

The following table sets out my pre-administration costs incurred. The table also shows those fees and expenses that were paid prior to the Administration and those where approval is being sought to pay them from Administration funds.

Description	Total	Paid pre- appointment	To be Paid
Joint Administrators' Remuneration	£150,000.00	Nil	£150,000.00
Valuation Agents/Marketing	£163,600.40	Nil	£163,600.40
Legal Fees and Expenses	£81,777.69	Nil	£81,777.69
ERA Services	£618.00	Nil	£618.00
PR Services	£499.50	Nil	£499.50
TOTAL	£396,495.59	Nil	£396,495.59

As I have already indicated, I am not seeking a decision from the creditors approving my proposals. As a result, it will be for the charge holder (and preferential creditors) to approve the pre-administration costs.

10. JOINT ADMINISTRATORS' INVESTIGATIONS

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 investigate the affairs of the Company in general in order to consider whether any civil proceedings should be taken on its behalf. I should be pleased to receive from you any information you have that you consider will assist me in this duty. I would stress that this request for information forms part of my normal investigation procedure.

11. EC REGULATION ON INSOLVENCY PROCEEDINGS

I consider that the EC regulation on insolvency proceedings apply to the Administration of the Company. I also consider that they are "main" proceedings since the Company's registered office and its trading address are in the United Kingdom.

12. JOINT ADMINISTRATORS' PROPOSALS

In order to achieve the objective set out at section 3 above, Andrew Bailey and I formally propose to creditors that:

- (a) We continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration. In particular that we:
 - (i) Periodically collect funds held in the Company's bank accounts held with NatWest and Barclays;
 - (ii) Periodically collect funds held in the BNP "blocked" accounts;
 - (iii) Undertake reconciliations of debtor receipts and re-allocate to "blocked" account or "non-blocked" monies as appropriate.

- (iv) Liaise with Cerberus in order to assist in the collection of debts due to the Company.
- (v) Continue to deal with ROT claims received from creditors.
- (vi) Continue to deal with any post-sale matters.
- (vii) Continue to deal with any key suppliers.
- (viii) Continue to deal with the Office Premises and liaise with the landlord, the sub-tenant and solicitors regarding the same.
- (ix) Make distributions to the charge holder under their fixed and floating charge (as appropriate).
- (x) Instruct Evolve to calculate the employee's preferential balancing claims and make a distribution in full to this class of creditor.
- (xi) Adjudicate non-preferential unsecured creditor claims and distribution the Prescribed Part to this class of creditor.
- (xii) Investigate the conduct of the Directors and prepare a confidential report to the Secretary of State;
- (xiii) 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
- (xiv) do all such things and generally exercise all their powers as Administrators as we consider desirable or expedient at our discretion 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) It is intended that the Administration of the Company will end by filing notice of dissolution with the Registrar of companies. The Company will then automatically be dissolved by the Registrar of companies three months after the notice is registered.
- (c) If the above exit route is not appropriate in the circumstances, the Administration will end by the presentation of a winding up petition to the Court for the compulsory liquidation of the Company, and propose that Andrew R Bailey and Martin C Armstrong are appointed Joint Liquidators of the Company by the Court.

13. APPROVAL OF PROPOSALS

The financial position of the Company means that it has insufficient assets to enable a dividend to be paid to non-preferential unsecured creditors (other than by way of the prescribed part). As a result, I am prohibited by the insolvency legislation from seeking a decision from the creditors to consider these proposals.

However, a creditor, or creditors, whose debts amount to at least 10% of the total debts of the Company can require me to hold a decision procedure to enable creditors to consider whether or not to approve these proposals and/or to consider such other decision as they see fit. Such a request must be received by me within 8 business days from the date these proposals are delivered to the creditors. If creditors do not require me hold a decision procedure within that time period, then these proposals will be deemed to have been approved.

Creditors should note that I need not initiate the decision procedure unless the creditor, or creditors, requisitioning the decision procedure provides me with such amount that I request from them to meet the expenses of the requisitioned decision procedure.

14. FURTHER INFORMATION

To comply with the Provision of Services Regulations, some general information about Turpin Barker Armstrong, including about our complaints policy and Professional Indemnity Insurance, can be found at https://www.turpinbainsolvency.co.uk/fees-and-links.

If creditors have any queries regarding these proposals or the conduct of the Administration in general, or if they want hard copies of any of the documents made available online, they should contact our office by telephone on 0208 661 4019, or by email at bertram@turpinba.co.uk.

Martin C Armstrong FCCA FABRP FIPA MBA FNARA Joint Administrator

The Joint Administrators are agents of the Company and act without personal liability.

APPENDIX 1

STATUTORY INFORMATION

APPENDIX 1 - STATUTORY INFORMATION

Company Information

Company name:

Bertram Trading Limited

Previous name:

Smiths News 2009 Limited

Trading name:

Bertram Books and Bertram Library Services

Company number:

06849888

Date of incorporation:

17th March 2009

Trading address:

1 Broadland Business Park, Norwich, Norfolk NR7 OWF

Current registered office:

Allen House, 1 Westmead Road, Sutton, Surrey, SM1 4LA

Former registered office:

1 Broadland Business Park, Norwich, Norfolk NR7 OWF

Principal trading activity:

Wholesaler of books

Appointment Details

Joint Administrators:

Martin C Armstrong

Andrew R Bailey

Joint Administrators'

address:

Turpin Barker Armstrong, Allen House, 1 Westmead Road,

Sutton, Surrey SM1 4LA

Date of appointment:

19th June 2020

Court name and reference:

High Court of Justice

CR-2020-002736

Appointment made by:

The directors

Actions of Administrators:

Any act required or authorised under any enactment to be

done by an administrator may be done by either or both of

the Administrators' acting jointly or alone.

Officers of the Company

Directors

Name

Shareholding

Mark Garrard

N/A

Rajesh Patel

N/A

Company secretary

Name

Shareholding

N/A

N/A

Share capital

Shareholder

Authorised

Allotted, called up and fully paid

Bertram Group Ltd

1,000,001 ordinary shares of £1

1,000,001 ordinary shares of £1

each

each

Charges .

Outstanding:

Charge Holder: Aurelius Finance Company Limited

Created: 09/08/2019 Delivered: 13/08/2019

Description: Fixed and floating charge

Satisfied:

Charge Holder: BNP Paribas Commercial Finance Limited

Created: 14/02/2018 Delivered: 27/02/2018 Satisfied: 24/04/2020

Description: Fixed and floating charge

Charge Holder: Barclays Bank plc

Created: 10/03/2011 Delivered: 25/03/2011 Satisfied: 11/02/2014

Description: Fixed and floating charge

Charge Holder: Lloyds TSB Commercial Finance Limited

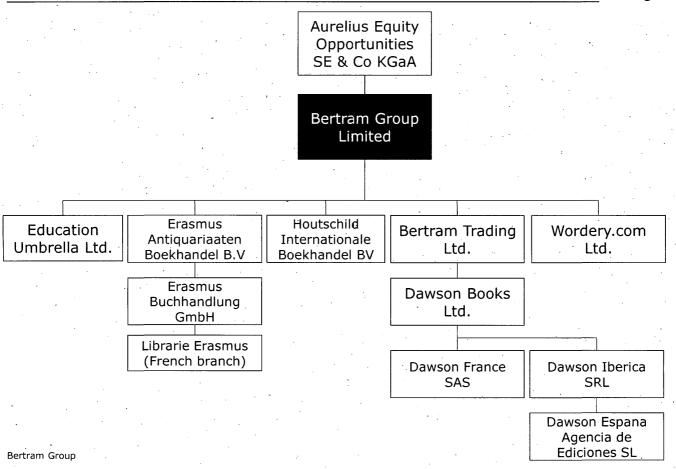
Created: 20/03/2009 Delivered: 27/03/2009 Satisfied: 09/11/2012

Description: Fixed and floating charge

APPENDIX 2 GROUP STRUCTURE

Corporate structure





APPENDIX 3

DIRECTORS' STATEMENT OF AFFAIRS AS AT 19TH JUNE 2020 (INCLUDING LIST OF CREDITORS)

STATEMENT OF AFFAIRS

24th July 2020

Dated

Name of Company				Compa	ny Number	
Bertram Trading Limited		, se		06849	888	
			,			
			,			
In the High Court of Justice			,	1 1	ase number 020-002736	
			. •			
Statement as to the affairs of					::	
Bertram Trading Limited		•				
1 Broadland Business Park					•	
Norwich		ف				
Norfolk	. ,	•			,	
NR7 OWF		•				
		•				
•	,					
on the 19 June 2020, the date that the	e company	entered ac	Iministratio	n.		
		•				
Statement of Truth						
believe the facts stated in this state the above named company as at 19 J						
Full Name Mark Garrard		· · · · · ·		· · ·		•
4	Λ		•			

Bertram Trading Limited Statement Of Affairs as at 19 June 2020

A - Summary	of Assets
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Signature

			Estimated to	
Assets	. •	Book Value	Re	alise
·		£		£
	* *			,
Assets subject to fixed charge:				•
Book Debts		- 3,871,960.00	1,846,922.00	
Cash held in blocked bank accounts		1,934,294.00	1,934,294.00	
Intangible Assets (Software & IP)		967,449.00	40,000.00	
AFC Limited (Group Liability) (09/08/2019)			(7,772,262.00)	
Deficiency c/d		· · ·	(3,951,046.00)	•
A manda model and de Claration of the Con-				
Assets subject to floating charge:	•	0.000.044.00	•	
Property, Plant and Equipment		2,360,614.00	•	435,000.00
Stock		6,974,153.00		:
(Retention of Title claims)		(5,631,608.00)		
Net Stock		1,342,545.00		435,000.00
Prepayments & other receivables		584,622.00		NIL
Intercompany debts	••	4,429,862.00	. •	1,400,000.00
HMRC VAT refund		53,271.00		Uncertain
Cash at Bank		1,847,365.00	•	1,847,365.00
Uncharged assets:		•		•
	•	·		
Estimated total assets available for preferential	creditors		•	4,117,365.00
Λ		•		
	•			

24/7/2020

Bertram Trading Limited Statement Of Affairs as at 19 June 2020

<u>A1 -</u>	Summary	of Liabi	lities
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	Estimated to
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25,092,616.00	
1,840,764.00	
(5,631,608.00)	
661,692.00	
115,836.00	•
2,894,268:00	•
1,717,705.00	
•	26,691,273.0
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•	(26,091,273.00
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	1,840,764.00 (5,631,608.00) 661,692.00 115,836.00 2,894,268.00

24/7/2020 Signature Date

В **Company Creditors**

Note You must include all creditors and identify creditors under hire-purchase, chattel leasing or conditional sale agreements and creditors claiming retention of title over property in the company's possession.

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of
Trade payables	See attached	25,092,615.86			£
Less: Retention of Title	- COV dilusinos	(5,611,711.00)	Suppliers with ROT security	Based upon supply agreement	
Non-trade payables ledger	See attached	1,840,764.20	,		
Less: Retention of Title non-trade		(19,897.00)	Suppliers with ROT security	Based upon supply agreement	
Accruals for services/goods received but not invoiced	Mainly for trade and non-trade suppliers	115,836.18	None	None	
HMRC	Large Business SO753, Newcastle, NE98 1ZZ	661,692.20	None ·	None	
Dawson Books Limited	1 Broadland Business Park, Norwich, NR7 0WF	1,507,294.34	None `	None	
Dawson France SAS	3 Rue Galvani, Massey, France 91745	210,411.14	None	None '	
Total unsecured creditors		23,797,005.92			
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Less: Retention of Title non-trade		(19,897.00)	Suppliers with ROT security	Based upon supply agreement	
Accruals for services/goods received but not invoiced	Mainly for trade and non-trade suppliers	115,836.18	None	None	
HMRC	Large Business SO753, Newcastle, NE98 1ZZ	661,692.20	None	None	
Dawson Books Limited	1 Broadland Business Park, Norwich, NR7 0WF	1,507,294.34	None `	None	
Dawson France SAS	3 Rue Galvani, Massey, France 91745	210,411.14	None	None '	
Total unsecured creditors		23,797,005.92			
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Bertram Trading Limited trade creditor						
Creditor name	Address1	Address2	Address3	Address4	Address5	Current Balance
ANCHOR	6 HEDDON STREET	LONDON	CT. CC. D. D. C. W. D. C.		W1B 4BT	15.31
CHOICES UK RETAIL	QUEEN STREET	BURTON UPON TRENT RABANS LANE	STAFFORDSHIRE AYLESBURY BUCKS		DE14 3LP HP19 8TS	129.60
CINRAM LOGISTICS UK LTD CORNERSTONE MEDIA	PO BOX 364 69 EDWARDS STREET	SOUTHBOROUGH	KENT		TN4 0EA	- 59.46
DELTA HOME ENTERTAINMENT LTD	1 NEWTONS COURT	CROSSWAYS BUSINESS PARK	DARTFORD	KENT	DA2 6QL	- 59.46 15.89
ENTERTAINMENT ONE UK LTD	TECHNICOLOR DISTRIBUTION SERVICES	PERIVALE MEDIA PARK HORSEN DEN LANE	MIDDLESEX	KENI	UB6 7RI	565.27
FIREFLY ENTERTAINMENT LTD	4TH FLOOR,	21-22 POLAND STREET,	LONDON W1F 8QQ		UBD /NI	- 16.97
CHANGEOVER LTD T/A STORM	68-74 CHARLTON ROAD	WORKSOP	NOTTINGHAMSHIRE		S80 1PH	- 2,536.38
WALT DISNEY STUDIOS HOME ENT	AVNET HOUSE RUTHERFORD CLOSE	MEDWAY TECHNOLOGY PARK	STEVENAGE HERTFORDSHIRE		SG1 2EF	- 2,330.36
WARNER BROS ENTERTAINMENT UK	WARNER HOUSE	98 THEOBALDS ROAD	LONDON		WC1X 8WB	27.78
Accelerated Education Publica	tV3 Vector Park	Forest Road	Feltham	Middlesex	TW13 7EJ	- 386.69
Agapea Factory S.A.	C/ Bodegueros No 43	Nave 5 Pol	San Rafael	29006	Malaga	- 3,714.04
AgriKids .	Ashbawn	Corbal-lis	Julianstown	Co Meath Ireland	A92 HP8A	- 8.80
AgriKids	Ashbawn	Corbal-lis	Julianstown	Co Meath Ireland	A92 HP8A	2.20
Agapea WORDERY	C/ Bodegueros 43	Planta 1 Puerta 1	Malaga	Spain	29006	
American Association OF Equin	ePractitioners	11221 Plantside Dr	Louisville	KY 40299		
Argosy Bok Wholesaler*Wordery	*Unit 12 North Park	North Road	Finglas ·	Dublin	11	4,591.33
Aurora World Ltd	Aurora House	Hampshire Int'l Business Park	Crockford Lane Basingstoke	Hampshire	RG24 8WH	1,527.94
Baker & Taylor UK *WORDERY*	Unit B, Bicester Park	Charbridge Way	Bicester	Oxfordshire	OX26 4ST	- 12,172.67
Baker & Taylor WORDERY US VIP	2550 West Tyvola Road	Suite 300	Charlotte	USA	NC 28217	- 5,283.75
BATCS	8 Fairholme Road	London			W14 9JX	- 478.80
Behemoth Publishing Limited	59 High Street	Wincanton	•		BA9 9JZ	- 352.00
BEBC *Wordery*	15 Albion Close	Parkstone	Poole	Dorset	BH12 3LL	- 7,753.17
Baker and Taylor (BB) US VIP	2550 West Tyvola Road	Suite 300	Charlotte		NC 28217 USA	- 3,891.66
Blue Guides Ltd Dist	Winchester House	Deane Gate Avenue	Taunton	Somerset	TA1 2UH	- 4,194.85
NBN British Lib Wordery	C/O NBN International	10 Thornbury Road	Estover	Plymouth	PL6 7PP	330.15
Bokus AB	Engelbrektsgatan 15	Malmo 211	33-Sweden			- 27.44
Bookazine Co Inc	75 Hook Road	Bayonne	NJ	7002		- 15,202.00
Bookazine *WORDERY*	75 Hook Road	Bayonne NJ	USA .		07002	2,739.98
Booksource *WORDERY*	50 Cambuslang Road	Cambuslang	Glasgow		G32 8NB	- 16,436.12
Becker Professional Education Mrs Britt Bichan	Level 25, 40 Bank Street Muckleksel	Canary Wharf Finstown	London Orkney	Scotland	E14 5NR KW17 2JX	1,947.70
Brepols Publishers	Begijnhof 67	Turnhout	Orkney Belgium	Scotiano	2300	2.08
KONINKLIJKE BRILL NW	C/O EXTENZA TURPIN	STRATTON BUS PARK PEGASUS DRIVE	BIGGLESWADE	BEDFORDSHIRE	SG18 8TQ	- 6,940.16
Baker & Taylor WORDERY 2	2550 West Tyvola Road	Suite 300	Charlotte .	USA	NC 28217	2.296.22
Baker & Taylor Wordery Profit	2550 West Tyvola Road	Suite 300	Charlotte	OSA	NC 28217 USA	- 490.08
Cambridge Univ Press *WORDERY	*The Edinburgh Building	Shaftesbury Road	Cambridge	•	CB2 8RU	- 44,708.37
CBL Distribution *WORDERY*	CBL Suite, Cambrai Court	1229 Stratford Road, Hall Green	BIRMINGHAM		B28 9AA	- 12,146.87
CBS *WORDERY*	Unit D PWDC	Paddock Wood	Tonbridge		TN12 6UU	- 5,651.62
Cengage Learning EMEA*WORDERY	*Cheriton House	North Way	Andover	Hampshire	SP10 5BE	- 1,612.04
Central Books Ltd *WORDERY*	50 Freshwater Road	Dagenham	London .		RM8 1RX	- 15,647.90
The History Press Ltd *WORDER	Yc/o MACMILLAN DISTRIBUTION SERVICE	BRUNDEL ROAD	HOUNDMILLS, BASINGSTOKE	HAMPSHIRE	RG21 6XS	
Christian Focus Publications	Geanies House	Fearn, Tain	Scotland		IV20 1TW	- 61.83
CIRCULAR MUSIC LTD	BRAESIDE HOUSE	1 BRAESIDE ROAD	LOANHED	MIDLOTHIAN	EH20 9SF	-
Cordee *WORDERY*	11 Jacknell Road	Dodwells Bridge Ind Estate	Hinckley		LE10 3BS	- 12,228.94
Icon Publishing Ltd	Lower Ground Floor	16 Imperial Square	Cheltenham .	Glos	GL50 1QZ :	- 61,826.50
Crops Surveillance	P O Box 16464	Bromsgrove			·· B60 9HP	- 112.00
Deep Books Ltd WORDERY	Unit 3 Goose Green Trading Estate	47 East Dulwich Road	London		SE22 9BN	- 9,645.63
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Diamond Book Dist *WORDERY*	Canalside	Manor Park Industrial Estate	Warrington	Runcorn	WA7 1SN -	4,347.57	
Squires Group	The Packhouse Blackmoor Estate	Blackmoor	Liss , Hampshire	6BS	GU33 -	41.75	
Editorial Edinumen S.L	Calle Jose Celestino Mutis 4		Madrid	Espana	28028 -	1,039.38	
EFQM	Avenue Des Olympiades	25th Floor	Brussels	Belgium	B-1140	1.80	
Elsevier *WORDERY*	The Boulevard	Langford Lane	Kidlington	Oxon	OX5 1GB -	11,442.31	
ERASMUS BOEKHANDEL BV	P O Box 19140	1000 GC	The Netherlands	Amsterdam	1000 GC · -	26,613.25	
Esmonde Publishing Ltd	15 Clerkenwell Close	London			EC1R OAA	41.95	
European Rail Timetable Ltd	28 Monson Way	Oundle	Peterborough	2.12	PE8 4QG -	6,286.45	
Turpin Distribution Services	C/O Eurospan Group - SESP00621	Pegasus Drive	Stratton Business Park	Biggleswade	SG18 8QB -	5,035.89	
European Schoolbooks *WORDERY	*The Runnings	Cheltenham	Gloucestershire	B. 1.0	GL51 9PQ -	12,707.00	
C J Fallon	Ground Floor Block B 92 Torbay Road	Liffey Valley Office Campus Allesley		Dublin	Dublin 22	66.19	
Fantom Films Ltd Fox, Finch & Tepper	14/15 John Street	Bath	Coventry		CV5 9JL - BA1 2JL -	17,869.23 67.50	
Gazelle *WORDERY*	White Cross Mills	High Town	South Road	Lancester	LA1 4XS	11,962.38	•
Gar Publications.	65 Shaw Road	Newbury	Berkshire	Lamester	RG14 1HG -	14.38	
GRANTHAM BOK SERVICES*WORDERY	*Trent Road	Grantham			NG31 7XQ -	19,049.66	
Gonstead Seminar Inc	PO Box 3046	Barrington		iL	60011	0.72	
Gyldendal*	Postboks 11	1001 Kobehhavnk		•	Denmark -	56.97	
Hachette Distribution WORDERY	Milton Road	Didcot	Oxon	· ·	OX11 7HH	106,015.66	
Hachette Third Party Distribu	tMilton Road	Didcot	Oxon		OX11 7HH - :	,197,454.01	
Hartley & Marks Publishers Lt	dBEAUX LANE HOUSE	LOWER MERCER STREET	Dublin 2		Ireland -	44,289.76	•
Harper Collins *WORDERY*	Westerhill Road	Bishopbriggs	Glasgow		G64 2QT	52,804.01	
My Hebrew Books	1504 Rexford Drive	Log Angeles		*	CA 90035		
The Happy Puzzle Company Ltd	PO Box586	Elstree		WD6 3xy	Hertfordshire	183.46	
Human Kinetics WORDERY	107 Bradford Road	Stanningley	Leeds	Control III	LS28 6AT -	5,703.72	
The Institution Of Fire Engin	elFE House	64-66 Cygnet Court	Timothys Bridge Road	Stratford-Upon-Avon	CV37 9NW	-	
INGRAM INTERNATIONAL *WORDERY Inanna Publications and Edu.	*P O BOX 277616 210- Founders College	ATLANTA York University	GA 30384-7616 4700 Keele Street	USA	(615) 793-5000 - ON M3J 1P3 -	68,828.57	
The Institution of Structural	International HQ	47-58 Bastwick Street	London, EC1V 3PS	Toronto	United Kingdom	24.35	
JMD Media Limited	29 Clarence Rd	Attenborough	Nottingham		NG9 5HY	49.95	
J P Foynes	17 Cranmore Avenue	Osterley	Isleworth	Middlesex	TW7 4QW -	37.30	
Wiley John *WORDERY*	The Atrium	Southern Gate Chichester	West Sussex		PO19 9SQ -	160,015.57	
Koch-Neff & Voickmar WORDERY	Schockenriedstrabe 37	70565 Stuttgart		Germany		5,070.94	
Koch Neff & Volckmar GMBN	Industriestrasse 23	Stuttgart	70565		Germany -	7,673.15	
Koninklijke Van Gorcum	Industriweg 38	9403 AB Assen -	Postbus 43	Netherlands .	9400 -	86.52	
Libro Co.Italia S R L	Sede Operativa e Legale	Via Borromeo, 48	San Casciano V P Firenze	Italia	50026 -	258.50	
Libri GmbH	Friedensallee 273	22763 Hamburg			Germany -	8,029.94	
Libri GmbH *WORDERY*	Friedensallee 273	22763 Hamburg	Germany		22763 -	12,168.91	
NBN Lippincott Wordery	C/O NBN Distribution	10 Thorbury Road	Plymounth		PL6 7PY -	1,386.21	
Macmillan Export	20 New Wharf Road	Kings Cross	London	· ·	N1 9RR -	20,354.27	
Marston Book Services*WORDERY McGraw Hill Book *WORDERY*	*P O Box 269	Abingdon	Oxon		OX14 4YN -	37,183.70	
Macmillan *WORDERY*	Shoppenhangers Road Brunel Road	Maidenhead Houndmills	Berkshire Basingstoke	Hampshire	SL6 2QL - RG21 6XS -	61,721.49 38,737.12	
M & K **use DMKUP**	The Old Bakery	St Johns Street	Keswick	Cumbria	CA12 5AS	30,/3/.12	
Motilal UK Books *WORDERY*	367 High Street	London Colney	St Albans	Herts	AL2 1EA	552.60	
Merchandise 365	Suite 16	Runwell Hall Farm	Hoe Lane, Rettendon	Essex	CM3 8DQ	105.25	
Mandy Stanley Distribution	18 Lowestoft Road	Worlingham	Suffolk		NR34 7EH -	44.92	
NAi Boekverkopers /Bookseller	sMuseumpark 25	3015 CB	Rotterdam			. 1.15	
NBN International *WORDERY* .	10 Thornbury Road	Estover	Plymouth		PL6 7PP	45,828:54	
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	Monthind Clean Limited		4,364:99 91 London Road	Copford	Colchester	JOHNSON	CO6 1LG	
	N.G. TRAINING			CARLTON COLVILLE	LOWESTOFT	SUFFOLK	NR33 8JL	
	NetNames Ltd(CSC Company, Global Secure)		404.88 25 Canada Square	Canary Wharf	London	E14 5LQ	MU33 DIL .	
	NIELSEN BOOK SERVICES LTD (BOOKDATA/VNU)	1	404.88 25 Canada Square 48.000.00 3rd Floor	Midas House		·		
					62 Goldsworth Road	. Woking, Surrey	GU21 6LQ	
	Nordson (UK) Ltd	• ;	260.34 Unit 25, Faradat Road	Rabans Lane Industrial Area	Aylesbury	Buckinghamshire	HP19 8RY	•
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			1		The second second second			
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						the second section of the second	•	
				•			•	

Norfolk Catering Group	148.32	Unit 30 Hellesdon Park Ro	Drayton High Road			Norwich	NR6 SDR
Norse Easter Ltd	2,709.00	280 Fifers Lane	Norwich	•		·	NR6 6EQ
OFFICEXPRESS EUROPE LTD	3,974.20	PO BOX 989		BRADFORD		WEST YORKSHIRE .	BD4 7YH
PACKROBAT LTD (BACS account)	1,435.44	RIVERSIDE BUSINESS CENT	RIVERSIDE ROAD	LOWESTOFT		SUFFOLK	NR33 OTQ
Parcelforce	24,994.61	Norwich Depot	Baker Street	Wingate Way		Norwich	NR2 4HJ
PARTNER TECH UK CORP LTD	165.60	UNIT 8 BERKELEY COURT	MANOR PARK	RUNCORN		CHESHIRE	WA7 1TQ
PD Brighter Talent Solutions LTD	4,522.46	16 Worsley Crescent	Newton Mearns .				G77 6AD
PEN MOBILE SOLUTIONS LIMITED	1,228.64	COURT FARM	MOOR ROAD	BAŅWELL		SOMERSET ·	BS29 6ET
People Source Consulting Ltd	990.00	1 Georges Square	Bath Street	Bristol	•	• .	BS1 6BA
PHS Group (BACS)	4,296.00	BLOCK B	WESTERN INDUSTRIAL ESTATE	CAERPHILLY			CF83 1XH
PPS Power Ltd	1,836.48	Unit 2 Hurricane Close	Sherburn in Elmet	Leeds		LS25 6PB	
Project Counter	845.00	25 Egbert Road	Winchester				SO23 7EB
RAMADA Hotel Frankfurt Messe -	166.15	Oeserstrasse 180	Frankfurt Am Main				(
Resay Technologies	1,659.00	Unit 9	Deans Close	Steventon		OX13 6SZ	
Riso (UK) Ltd	4,689.48	610 Centennial Park	Elstree	Hertfordshire		WD6 3TJ	
ROYAL MAIL 0318216000 D/D -	102.64	PAYMENT PROCESSING CE	ROWLAND HILL HOUSE	BOYTHORPE ROAD		CHESTERFIELD	S49 1HQ
SG World Limited	. 1,498.20	Duchy Road	Crewe	Cheshire		CW1 6ND	
Shred Station		•	Wendover Road	Norwich	•	Norfolk	NR13 6LH
SIEMENS Financial Services Limited		The second secon	Bells Hill Stoke Poges	Buckinghamshire			SL2 4JS
ST GILES HOUSE	2.810.30		NORWICH .	NORFOLK	*		NR2 1JR
TALK TALK D/D (A/C 154449?)			BIRMINGHAM				B46 9BW
TechFinium (prev. JMR Consulting UK Ltd)			Chesham	Buckinghamshire		*	HP5 1BW
TFS Express Logistics Ltd		•	Brundall	Norwich		Norfolk ·	NR13 5NB
TFS- TRANS-BRIDGE FREIGHT SERVICES LTD	•	384 HEYWOOD OLD ROAD		GTR MANCHESTER		11017011	M24 4SB
The Smart Cube	,		77 Fulham Palace Road	London .			W6 8JA
Thrifty Car & Van Rental			Matford Park Road	Marsh Barton Trading Est	ate	Exeter	EX2 8AW
Tim Scragg		* .	Highgate	London			N6 SLQ
TNT UK LTD (acc 0410500631)			PO BOX 4, RAMSBOTTOM	BURY		LANCS .	BL8 9AR
TRUCK 'N' TROLLEY LIMITED -		593 MILLBROOK RD WEST		SOUTHAMPTON		HANTS	SO15 OLB
Truckmasters Handling Ltd			Wainfleet	Skegness,		Linc,	PE24 4HA
TruckMasters Hire D/D	-,		WAINFLEET	SKEGNESS		LINCOLNSHIRE	PE24 4HA
TRUSTEES OF BERTRAMS PROPERTY MANAGEMENT			Leicester				LE1 6XE
U.P.S. LIMITED	2.843.95		ST DAVID'S WAY	BERMUDA PARK		NUNEATON, WARWICKSH	
VIRGIN MEDIA BUSINESS 913684	-,		PO BÒX 4459	WORTHING		montermon, wantered	BN13 1XP
VISION SOLUTIONS UK LTD		CARRINGTON BUSINESS PA		MANCHESTER			M31 4ZU
VOLKSWAGEN FINANCIAL 50% Claim 50% Exemp -	,		BLAKELANDS	MILTON KEYNES	.*		M14 5LR
Vulcatech Belting Ltd	1,255.17	29 Enterprise Way	Hardwick Narrows	Kings Lynn		Norfolk	PE30 4LJ
WHISTL LONDON LTD		1 GLOBESIDE BUSINESS PA		MARLOW		BUCKINGHAMSHIRE	SL7 1HY
YU Energy -		,	2 Horizon Place	Nottingham Business Parl	k Mellors Way	Nottingham	NG8 6PY
ZEN INTERNET LIMITED -	,		SANDBROOK WAY	ROCHDALE	n, memors may	TOTAL BUILDING	OL11 1RY
Zoho Corporation B.V			1101 BA Amsterdam	HOCHDALL			OLII IIII
AGORA SA			00-732 WARSZAWA		•	·	
BERTRAM BOOKS STOCK ONLY		NO 1-BROADLANDS BUSIN			* .		NG7 OWG
Bibliotheca LTD	."		Station Road	Cheadle Hulme			SK8 7BS
BOLINDA UK LIMITED		UNIT 42 BASEPOINT BUSIN		ANDOVER		HAMPSHIRE	SP10 3FG
BSI-BRITISH STANDARDS INSTITUTION EXP		BSI ACCOUNTS RECEIVABL		KILMARK COURT		DAVY AVENUE, MILTON K	
CIVICA UK LIMITED		A CONTRACTOR OF THE CONTRACTOR	CASTLEGATE DRIVE	DUDLEY	:	WEST MIDLANDS	DY1 4TD
COMPLETE TEK ACCNT BERTO1			SILKWOOD PARK	,	-	WAKEFIELD	WF5 9TQ
DANDY BOOKSELLERS LTD			31-33 PRIORY PARK RD	LONDON		· ·	NW6 7UP
EBSCO-EBSCO INFORMATION SERVICES (SO)		6TH FLOOR CIVIC CENTRE		ENFIELD		MIDDLESEX	EN1 3XA
(00)	. , , 5.02					····ODELDEN	JAM

			•				
E-Lam (Ryco Graphics Ltd)	8,408.42	3 Bellevue Court	Delgany .		Co. Wicklow	ireland	
K.P.CK.P.C.BOOK PROTECTION EXP	23,543.27	FENTON WORKS	THORNTON TERRACE		· HALIFAX		HX1 3SG
KENNEL-THE KENNEL CLUB	18.00	1-5 CLARGES STREET	PICCADILLY	900	LONDON		W1Y 8AB
MACMILLAN DISTRIBUTION LTD.(BKS)	165.75	A/C.058070001	-HOUNDMILLS		BASINGSTOKE	HAMPSHIRE	RG21 6XS
OCLC (UK) LTD	- 36.37	OCLC (UK) Ltd	City Gate		8 St. Mary's Gate	Sheffield	S1 4LW ·
Parcelforce ·	736.67	Norwich Depot	Baker Street		Wingate Way	Norwich	NR2 4HJ
Portland Press Ltd	16.50	Charles Darwin House	12 Roger Street		London	WC1N 2JU	
PROQUEST LLC (USD acc)	2,836.50	6216 PAYSPHERE CIRCLE	CHICAGO		IL 60674	USA	
Public Services Publishing	340.86	PO Box 68848	London			SE26 9BX	
RYCO-RYCO BOOK PROTECTION SVCES LTD EXP	. 260.46	UNIT 10 & 10A	BALLYWALTRIM BUSINESS CENTRE		BOGHALL ROAD, BRAY, CO WICKLOW,	IRELAND	
SEVEN STORIES TRADING	70.00	OUSEBURN VALLEY	NEWCASTLE UPON TYNE		•		NE1 3PQ
SHEFFIELD BIRD STUDY GROUP	17.00					•	
STANLEY GIBBONS LTD	- 5.75	FINANCE DEPARTMENT	7 PARKSIDE		CHRISTCHURCH ROAD	RINGWOOD, HAMPSHIRE	BH24 3SH
ULVERSCROFT LARGE PRINT BOOKS LTD	1,254.82	THE GREEN	BRADGATE ROAD		ANSTEY	LÉICESTER	LE7 7FU
W F HOWES LTD	43.89	UNIT 4	REARSBY BUSINESS PARK		GADDESBY LANE	REARSBY LEICESTER	LE7 4YH
WATERSTONES BOOKSELLERS .	752.45	FAO SALES LEDGER	ROYAL HOUSE, PRINCES GATE		HOMER ROAD, SOLIHULL	WEST MIDLANDS	B91 3QQ
, WELL INFORMED LIMITED	934.00	SUITE 235	15 INGESTRE PLACE		LONDON		W1F 0DU
WILEY-JOHN WILEY & SONS LTD.(BKS)	- 52.46	THE ATRIUM	SOUTHERN GATE		CHICHESTER	WEST SUSSEX	PO19 8SQ
Total non-trade ledger	1,840,764.20	•			•		
		•			•		

BTL Accruals

Cost center	Explanation	Jun-20	
Facilities	Wave Charges - Apr & Jun20	2,286.54	Water rates
Facilities	E.on june20	11,000.00	Electricity
Facilities	Broadland Guarding - 12-19th June	2,536.20	Security
Facilities	Monthind	3,384.49	Cleaning
Facilities -	Truckmaster Forklift May20	3,197.62	Equip Hire
Facilities	Truckmaster Forklift Jun20	3,197.62	Equip Hire
IT	Nielsen Feb-May 20	53,333.32	Data subscription
Finance	Bcard Merchant Chgs Feb20	3,177.93	Merchant fees
Finance	Board Merchant Chgs Mar20	2,753.91	Merchant fees
Finance	Bcard Merchant Chgs Apr20	449.59	Merchant fees
Finance	Bcard Merchant Chgs May20	1,080.40	Merchant fees
Various	Barclaycard unpaid	24,150.74	Barclaycard
HR	HSA/Simply Life	147.82	HSA
HR '	Apprentice Levy	5,140.00	Appretice Levy
	Total	115,836.18	

E Shareholders

Note You must include all shareholders of the company

Name of shareholder	Address (with postcode)	Type of share held	Nominal value of share £/p	Number of shares held	Amount per share called up £/p	Total amount called up £
Bertram Group Ltd	6th Floor, 33 Glasshouse Street, London, W1B 5DG	Ordinary	£1	1,000,001	£1	£1,000,001
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						·

4.	. ^			
Signature	hol	Date	24/7/2020	

RECEIPTS AND PAYMENTS ACCOUNT

Bertram Trading Limited (In Administration) Joint Administrators' Summary of Receipts & Payments To 12/08/2020

S of A £		3	£
•	FIXED CHARGE ASSETS	: ""	
1,846,922.00	Book Debts	NIL	
1,934,294.00	Cash held in blocked bank accounts	NIL	
40,000.00	Intangible Assets (Software & IP)	40,000.00	
,	, , , , , , , , , , , , , , , , , , ,		40,000.00
•	FIXED CHARGE CREDITORS	• •	•
(7,772,262.00)	AFC Limited (Group Liability)	NIL	٠.
	, a cg (c.oopac,,		· NIL
·			•
	ASSET REALISATIONS	•	•
435,000.00	Property, Plant and Equipment	435,000.00	
435,000.00	Net Stock	435,000.00	
NIL	Prepayments & other receivables	, NIL'.	
1,400,000.00	Intercompany debts	NIL	
Uncertain	HMRC VAT refund	NIL	
1,847,365.00	Cash at Bank	1,785,101.07	·
-	Gross Bank Interest	51.70	
•	Cross Barne Intorose		2,655,152.77
			2,000,102.77
•	COST OF ADMINISTRATION		,
•	Specific Bond	720.00	• •
	Statutory Advertising	202.83	·
•	Rent (inc service charges & insurance)	40,929.30	• •
	Property Expenses	237.87	
	Wages & Salaries (inc pension)	86,581.15	
	PAYE & NIC	50,005.05	
	Employee Childcare Vouchers	288.40	
	Employee Childcare Vodchers Employee healthcare	211.62	
	Stationery & Postage	744.98	
	PR Agency Fees - Post-App	610.50	• •
		4,177.58	
	Postage, Packaging and Pallet costs Plant/Vehicle Hire	1,431.46	
•	•		
	Conference Call Charges	1,703.86	
	Security Costs	7,391.13	
	Waste Removal	175.69	·
	IT Consultancy Fees	2,487.30	•
,	IT fees - Data extraction	550.00	
,	Repayment of third party funds	6,360.26	(204 202 02)
		•	(204,808.98)
•	DDECEDENTIAL ODEDITORS	•	
(400 444 00)	PREFERENTIAL CREDITORS	NIII	. •
(192,144.00)	Employees' Holiday Pay (293/392)	NIL	NUI
			NIL
	LINGEOUDED ODEDITORS	•	•
(05 000 040 00)	UNSECURED CREDITORS	NIII	
(25,092,616.00)	Trade Creditors	NIL	•
(1,840,764.00)	Non-trade Creditors	NIL	
5,631,608.00	Retention of Title claims	NIL	•
(661,692.00)	HM Revenue & Customs	NIL	
(115,836.00)	Accruals	NIL	•
(2,894,268.00)	Employees (PILON 392 & Redundancy	NIL	•
(1,717,705.00)	Intercompany	, NIL	
•	·		. NIL

Bertram Trading Limited (In Administration) Joint Administrators' Summary of Receipts & Payments To 12/08/2020

S of A £	•		•	£		£ .
(1,000,001.00)	DISTRIBUTIONS Ordinary Shareholders			NIL	.•	
				•		NIL .
(27,717,099.00)	,					2,490,343.79
	REPRESENTED BY Input VAT Bank - Interest Bearing Output VAT		-		- 	12,271.68 2,573,072.11 (95,000.00)
			^			2,490,343.79

Note:

It should be noted that all figures stated in the Receipts and Payments Account are detailed net of VAT

Martin C Armstrong FCCA FABRP FIPA
Joint Administrator

FEE RECOVERY POLICY

PRACTICE FEE RECOVERY POLICY FOR TURPIN BARKER ARMSTRONG

Introduction

The insolvency legislation was changed in October 2015, with one or two exceptions, for insolvency appointments made from that time. This sheet explains how we intend to apply the alternative fee bases allowed by the legislation when acting as office holder in insolvency appointments. The legislation allows different fee bases to be used for different tasks within the same appointment. The fee basis, or combination of bases, set for a particular appointment is/are subject to approval, generally by a committee if one is appointed by the creditors, failing which the creditors in general meeting, or the Court.

Further information about creditors' rights can be obtained by visiting the creditors' information microsite published by the Association of Business Recovery Professionals (R3) at http://www.creditorinsolvencyguide.co.uk/. Details about how an office holder's fees may be approved for each case type are available in a series of guides issued with Statement of Insolvency Practice 9 (SIP 9) and can be accessed at https://www.turpinbainsolvency.co.uk/fees-and-links. Alternatively a hard copy may be requested from Turpin Barker Armstrong, Allen House, 1 Westmead Road, Sutton, Surrey SM1 4LA. Please note that we have provided further details in this policy document.

Once the basis of the office holder's remuneration has been approved, a periodic report will be provided to any committee and also to each creditor. The report will provide a breakdown of the remuneration drawn. If approval has been obtained for remuneration on a time costs basis, i.e. by reference to time properly spent by members of staff of the practice at our standard charge out rates, the time incurred will also be disclosed, whether drawn or not, together with the average, or "blended" rates of such costs. Under the legislation, any such report must disclose how creditors can seek further information and challenge the basis on which the fees are calculated and the level of fees drawn in the period of the report. Once the time to challenge the office holder's remuneration for the period reported on has elapsed, then that remuneration cannot subsequently be challenged.

Under some old legislation, which still applies for insolvency appointments commenced before 6 April 2010, there is no equivalent mechanism for fees to be challenged.

Time cost basis

When charging fees on a time costs basis we use charge out rates appropriate to the skills and experience of a member of staff and the work that they perform. This is combined with the amount of time that they work on each case, recorded in 6 minute units with supporting narrative to explain the work undertaken.

Charge-out Rates

Grade of staff	Current charge- out rate per hour, effective from 1st April 2019	Current charge-out rate per hour, effective from 1st April 2017	Previous charge-out rate per hour, effective from 1st April 2013
Senior Partner	595.00	545.00	495.00
Partner	440.00	400.00	365.00
Manager	350.00	325.00	295.00
Assistant Manager	310.00	285.00	260.00
Senior Administrator	290.00	265.00	240.00
Administrator	240.00	220.00	200.00
Assistant Administrator	100.00	90.00	80.00
Junior Administrator	40.00	40.00	40.00

These charge-out rates charged are reviewed on 1st April each year and are adjusted to take account of inflation and the firm's overheads.

Time spent on casework is recorded directly to the relevant case using a computerised time recording system and the nature of the work undertaken is recorded at that time. The work is generally recorded under the following categories:

- Administration and Planning.
- Investigations.
- Realisation of Assets.
- Creditors.
- Trading
- Case specific matters.

In cases where we were appointed prior to 1 October 2015, most of our fees were recovered on a time costs basis and appropriate authority was obtained from the creditors or the committee as set down in the legislation. The legislation changed on 1 October 2015 and the basis of our post-appointment fees will be determined once we are aware of the full circumstances of the case and will be subject to approval.

When we seek time costs approval we have to set out a fees estimate. That estimate acts as a cap on our time costs so that we cannot draw fees of more than the estimated time costs without further approval from those who approved our fees. When seeking approval for our fees, we will disclose the work that we intend to undertake, the hourly rates we intend to charge for each part of the work, and the time that we think each part of the work will take. We will summarise that information in an average or "blended" rate for all of the work being carried out within the estimate. We will also say whether we anticipate needing to seek approval to exceed the estimate and, if so, the reasons that we think that may be necessary.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If we subsequently need to seek authority to draw fees in excess of the estimate, we will say why we have exceeded, or are likely to exceed the estimate; any additional work undertaken, or proposed to be undertaken; the hourly rates proposed for each part of the work; and the time that the additional work is expected to take. As with the original estimate, we will say whether we anticipate needing further approval and, if so, why we think it may be necessary to seek further approval.

Percentage basis

The legislation allows fees to be charged on a percentage of the value of the property with which the office holder has to deal (realisations and/or distributions). Different percentages can be used for different assets or types of assets. In cases where we were appointed prior to 1 October 2015, most of our fees were recovered on a time costs basis and appropriate authority was obtained from the creditors or the committee as set down in the legislation. The legislation changed on 1 October 2015 and we now seek remuneration on a percentage basis more often. A report accompanying any fee request will set out the potential assets in the case, the remuneration percentage proposed for any realisations and the work covered by that remuneration, as well as the expenses that will be, or are likely to be, incurred. Expenses can be incurred without approval, but must be disclosed to help put the remuneration request into context.

The percentage approved in respect of realisations will be charged against the assets realised, and where approval is obtained on a mixture of bases, any fixed fee and time costs will then be charged against the funds remaining in the liquidation after the realisation percentage has been deducted.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If the basis of remuneration has been approved on a percentage basis then an increase in the amount of the percentage applied can only be approved by the committee or creditors (depending upon who approved the basis of remuneration) in cases where there has been a material and substantial change in the circumstances that were taken into account when fixing the original level of the percentage applied. If there has not been a material and substantial change in the circumstances then an increase can only be approved by the Court.

Fixed fee

The legislation allows fees to be charged at a set amount. Different set amounts can be used for different tasks. In cases where we were appointed prior to 1 October 2015, most of our fees were recovered on a time costs basis and appropriate authority was obtained from the creditors or the committee as set down in the legislation. The legislation changed on 1 October 2015 and we now seek remuneration on a fixed fee basis more often. A report accompanying any fee request will set out the set fee that we proposed to charge and the work covered by that remuneration, as well as the expenses that will be, or are likely to be, incurred. Expenses can be incurred without approval, but must be disclosed to help put the remuneration request into context.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If the basis of remuneration has been approved on a fixed fee basis then an increase in the amount of the fixed fee can only be approved by the committee or creditors (depending upon who approved the basis of remuneration) in cases where there has been a material and substantial change in the circumstances that were taken into account when fixing the original level of the fixed fee. If there has not been a material and substantial change in the circumstances then an increase can only be approved by the Court.

Members' voluntary liquidations and Voluntary Arrangements

The legislation changes that took effect from 1 October 2015 did not apply to members' voluntary liquidations (MVL), Company Voluntary Arrangements (CVA) or Individual Voluntary Arrangements (IVA). In MVLs, the company's members set the fee basis, often as a fixed fee. In CVAs and IVAs, the fee basis is set out in the proposals and creditors approve the fee basis when they approve the arrangement.

All bases

With the exception of Individual Voluntary Arrangements and Company Voluntary Arrangements which are VAT exempt, the officeholder's remuneration invoiced to the insolvent estate will be subject to VAT at the prevailing rate.

Agent's Costs

Charged at cost based upon the charge made by the Agent instructed, the term Agent includes:

- Solicitors/Legal Advisors
- Auctioneers/Valuers
- Accountants
- Quantity Surveyors
- Estate Agents
- Other Specialist Advisors

In new appointments made after 1 October 2015, the office holder will provide details of expenses to be incurred, or likely to be incurred, when seeking fee approval. When reporting to the committee and

creditors during the course of the insolvency appointment the actual expenses incurred will be compared with the original estimate provided.

Disbursements

In accordance with SIP 9 the basis of disbursement allocation in respect of disbursements incurred by the Office Holder in connection with the administration of the estate must be fully disclosed to creditors. Disbursements are categorised as either Category 1 or Category 2.

Category 1 expenses are directly referable to an invoice from a third party, which is either in the name of the estate or Turpin Barker Armstrong; in the case of the latter, the invoice makes reference to, and therefore can be directly attributed to, the estate. These disbursements are recoverable in full from the estate without the prior approval of creditors either by a direct payment from the estate or, where the firm has made payment on behalf of the estate, by a recharge of the amount invoiced by the third party. Examples of category 1 disbursements are statutory advertising, external meeting room hire, external storage, specific bond insurance and Company search fees.

Category 2 expenses are incurred by the firm and recharged to the estate; they are not attributed to the estate by a third party invoice and/or they may include a profit element. These disbursements are recoverable in full from the estate, subject to the basis of the disbursement charge being approved by creditors in advance. Examples of category 2 disbursements are photocopying, internal room hire, internal storage and mileage.

DETAILS OF THE WORK TO BE UNDERTAKEN IN THE ADMINISTRATION

Appendix 6: Details of work to be undertaken in the Administration

A. Work for which the Joint Administrators are seeking to be remunerated on a time basis:

Administration:

Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.

Regular internal video calls/meetings with staff.

Setting up electronic case files.

Setting up the case on the practice's electronic case management system and entering data.

Issuing the statutory notifications to creditors and other required on appointment as office holders, including gazetting the office holders' appointment (as applicable).

Obtaining a specific penalty bond.

Preparing, reviewing and issuing the Joint Administrators proposals to the creditors and members.

Filing the proposals at Companies House.

Seeking approval of the proposals by deemed consent.

Reporting on the outcome of the approval of the proposals to the creditors, Companies House and the Court.

Liaising with pension agents in respect of the work done; and checking the adequacy of the work done.

Reviewing and authorising statutory pension notifications.

Seeking decisions from creditors and members (as applicable).

Dealing with all routine correspondence and emails relating to the case.

Opening, maintaining and managing the office holders' estate bank account.

Creating, maintaining and managing the office holders' cashbook.

Undertaking regular reconciliations of the bank account containing estate funds.

Reviewing the adequacy of the specific penalty bond on a quarterly basis.

Undertaking periodic reviews of the progress of the case.

Overseeing and controlling the work done on the case by case administrators.

Preparing, reviewing and issuing six-month progress reports to creditors and members.

Filing progress reports at Companies House.

Preparing and filing VAT returns.

Preparing and filing Corporation Tax returns (with assistance from tax advisors).

Seeking closure clearance from HMRC and other relevant parties.

Preparing, reviewing and issuing final reports to creditors and members.

Filing final returns at Companies House and at court.

Dealing with Bribery, Anti-Money Laundering, GDPR and Code of Ethics requirements and considerations.

Creditors:

Liaising with ERA agents, supervising the work done by them and obtaining information from the case records about employee claims.

Reviewing documentation for submission to the Redundancy Payments Service.

Corresponding with employees regarding their claims and dealing with queries.

Liaising with the Redundancy Payments Service regarding employee claims.

Liaising with solicitors regarding the validity and nature of the charge held by AFC.

Providing updates to AFC.

Processing dividends to AFC (subject to legal advice).

Preparing estimated outcome statements.

Dealing with creditor correspondence, emails and telephone conversations regarding their claims.

Setting up a designated phone line and email address to deal with substantial incoming correspondence.

Regular video meetings with team dealing with creditor correspondence.

Maintaining up to date creditor information on the case management system.

Issuing a notice of intended dividend and placing an appropriate gazette notice.

Reviewing proofs of debt received from creditors, adjudicating on them and formally admitting them for the payment of a dividend.

Liaising with ERA agents regarding the calculation of employees' preferential and unsecured balancing claims.

Requesting additional information from creditors in support of their proofs of debt in order to adjudicate on their claims.

Calculating and paying a dividend to creditors and issuing the notice of declaration of dividend.

Paying tax deducted from the dividends paid to employees.

Realisation of assets:

Arranging suitable insurance over assets.

Regularly monitoring the suitability and appropriateness of the insurance cover in place.

Corresponding with debtors, credit control team and subsequently appointed debt collection agents and attempting to collect outstanding book debts.

Corresponding with Amazon regarding collection of the outstanding debt.

Ensuring the smooth transition of the debtor data to the debt collection agents.

Liaising with BNP re blocked account monies.

Liaising with AFC re blocked account monies.

Liaising with the banks regarding maintaining accounts, the provision of weekly statements and the release of credit funds.

Undertaking a detailed reconciliation to appropriately allocate credits received both prior to and post administration between blocked and non-blocked account monies.

Instructing agents to value known assets.

Liaising with agents to realise known assets.

Instructing solicitors to assist in the realisation of assets.

Review of offers received from interested parties and discussions/negotiations with appointed agents.

Liaising with solicitors and valuation agents regarding the sale of the assets to TLG.

Reviewing, agreeing and executing sale documentation.

Liaising with the landlord of the trading premises.

Instructing solicitors to assist in the assignment of the lease for the Warehouse premises.

Liaising with solicitors, the landlord and the sub tenant regarding the occupation and security of the Office premises.

Liaising with the secured creditor over the realisation of the assets subject to a mortgagee or other charge.

Correspondence with TLG regarding post-sale formalities.

Liaising with agents/suppliers re third party assets.

Obtaining legal advice on returned stock in situ

Dealing with the sale of returned stock and liaising with agents in respect of the same.

Liaising with ROT creditors to seek agreement to sell stock.

Liaising with TLG regarding the ROT claims.

Liaising with staff on site regarding the ROT claims.

Preparation and issue of formal letters to ROT creditors regarding completion of an ROT questionnaire.

Setting up a designated email address to deal with incoming ROT correspondence.

Maintaining a control schedule of all ROT claims.

Review of ROT questionnaires (and other supporting documentation) and, where material, forwarding to solicitors for legal advice on validity.

Obtaining advice on the treatment of distributors (which represent a large number of publishers) with ROT claims.

Conducting internal review of ROT questionnaires where not cost effective to obtain legal advice. Correspondence with solicitors and ROT creditors.

Investigations:

Recovering the physical and electronic books and records for the case.

Coordinating the listing of the books and records recovered and reviewing the same.

Preparing and submitting an online return on the conduct of the directors as required by the Company Directors Disqualification Act.

Conducting an initial investigation with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank, accountants, solicitors, etc.

Reviewing books and records to identify any transactions or actions the office holders may take against a third party in order to recover funds for the benefit of creditors.

Issuing correspondence to creditors which have raised concerns and reviewing concerns raised by creditors.

Conducting an in-depth review of pre-appointment transactions/disposals.

Casè Specific Matters:

Liaising with retained IT staff and external IT consultant to assist in the deletion/extraction/retention of data.

Liaising with insurers regarding existing insurance claims.

Monitoring and controlling day to day operations on site.

Arranging on site security and maintenance.

Liaising with agents regarding operations on site.

Setting up suitable systems and controls in respect of purchases for post-administration supplies.

Regular calls/updates with Board regarding operations on site.

Correspondence with Blue Chip and Virgin Media to ensure continuation of supply.

Liaising with TLG in respect of the Blue Chip and Virgin Media services.

Correspondence with payroll software provider to ensure continuation of services.

Liaising with and issuing formal documentation to suppliers regarding post-administration supply.

Instructing solicitors to issue correspondence to critical suppliers to ensure continuation of services.

Liaising with HR and compensation and benefits manager regarding payroll.

Review, approve and make payment of wages and salaries (and associated payments) as and when due.

Liaising with staff generally and considering GDPR issues relating to staff working remotely.

Dealing with media enquiries and liaising with PR agent.

Liaising with the Banks to ensure view only access to accounts.

Obtaining advice on CJRS and funds held in this respect.

ESTIMATE OF EXPENSES TO BE INCURRED IN THE ADMINISTRATION

Appendix 7: Estimate of expenses to be incurred in the Administration

Type of expense	Estimated Amount <u>£</u>
Bonding - this is insurance required by statute that every officeholder has to obtain for the protection of each estate, with the premium being based on the value of the Company's assets	720.00
Gazetting – various notices relating to the Company must be placed in the London Gazette	300.00
Postworks, outsourced mailroom – third party postage costs	3,000.00
Mail Redirection – costs of Royal Mail for diverting post from the trading premises to the office of the Joint Administrators	216.00
Insurance – insurance cover over assets, property owner's liability and public liability in respect of leasehold premises, and employer's liability cover	4,500.00
Conference call costs – third party conference call services which are directly attributable to the Administration	2,000.00
Rent (including service charges and insurance) – rent (and associated costs) incurred for the occupation of the trading premises for the period up to 6 th July 2020. VAT invoices from the landlord have not yet been received so an estimate for VAT on the total rent paid has been made. The net rent paid may therefore be subject to change following receipt of the VAT invoices.	40,930.00
Property Expenses – utilities and other costs associated with the occupation of the trading premises for the period up to 6 th July 2020	10,000.00
Employees & PAYE/NIC – wages and salaries (and associated payments) of staff retained by the Joint Administrators post-administration	137,087.00
Postage, Packaging & Pallet costs – costs incurred in dealing with the picking and packing of ROT stock in preparation for collection by suppliers	5,000.00
Plant/Vehicle Hire – hire of 12 forklift trucks to assist in warehousing operations post-administration	1,432.00
Security costs – third party costs for providing on site security guards and services for the maintenance of alarm systems	7,392.00
Waste removal – third party costs for the secure removal of confidential wastepaper bins and consoles at the trading premises	176.00

Data extraction — one-off cost to extract data from the Company's financial software	550.00
Automatic Data Processing Limited, payroll software – third party costs for the provision of HR and payroll software for the period up to 31st July 2020 (the date that all staff were made redundant)	5,000.00
MBV, valuation agents – valuation and marketing services, negotiating a sale of the assets, attending site, dealing with ROT claims and ongoing advice on various matters throughout the Administration. Further details of the work already undertaken by MBV can be found in the proposals.	180,000.00
CRS, solicitors – details of the work undertaken by CRS can be found within the proposals. The lawyers at CRS that were dealing with this matter are now at Katten. As the former CRS lawyers have the background information and the relevant knowledge to deal with this matter, Katten will be engaged to assist in this matter going forward. As such, no further costs are estimated to be incurred by CRS, albeit a small provision on top of the costs of £98,848 they've incurred to date has been added to account for any matters arising on historic matters that they may need to deal with.	100,000.00
Katten, solicitors – providing ongoing advice in relation to ROT claims, security, property related matters and ad hoc matters	50.000.00
Sircles net Limited, ITY support/data recovery – data extraction, IT security and ongoing IT support	5,000.00
Tax advisor – Providing advice on tax matters and preparing relevant tax returns	5,000.00
Cerberus, book debt collection agents – assistance in the collection of the debtor ledger. The estimated costs have been calculated at 5% of £1,477,538, being the estimated to realise value of £1,846,922 provided for in the Directors' statement of affairs, less a provision of 20% for sums which may have been received in the period between 19 th June 2020 (the date of Administration) and 31 st July 2020 (the day before Cerberus took over collection of the ledger). As detailed in the proposals, a full reconciliation of the sums received into the Company's bank accounts and the "blocked" accounts held by BNP (which will include debtor receipts) has not yet been undertaken and therefore a provision has been used.	73,877.00
File Lady Limited, document management/collection and storage of (and where appropriate destruction of) accounting records. These records comprise records for BTL, EUL and DBL which are intermingled. The costs incurred by File Lady need to be apportioned as appropriate between the three companies. File Lady has yet to provide this apportionment and therefore the estimated costs for File Lady included in this table may include costs that may be later allocated to either EUL or DBL.	28,776.50
	•

Total estimated expenses	£686,008.50
Virgin Media, internet supply – based on the estimated cost of services for a six-week period	6,950.00
Blue Chip Customer Engineering Ltd, data hosting services – hosting in data centre for the period up to 31 st July 2020 and performing a backup of the Company's financial data	40,000.00
Citigate Dewe Rogerson, PR agency services – fielding calls and enquiries from various media outlets in addition to assisting with the preparation of a press release.	945.00
Evolve, pension services – providing advice and assistance in respect of the officeholders' pension obligations and submitting any statutory notifications	450.00
Evolve, ERA services – support and assistance in dealing with employee matters (including claims and queries). Calculation and agreement of preferential and unsecured elements of employee claims and associated RTI submissions.	26,707.00

FEE ESTIMATE FOR WORK TO BE UNDERTAKEN IN THE ADMINISTRATION

				1	
•	FEES ESTIN	AATE SUMMARY			
	•				
DING LIMITED - IN ADM	INISTRATION				
					•
	DING LIMITED - IN ADM	FEES ESTIM	FEES ESTIMATE SUMMARY DING LIMITED - IN ADMINISTRATION		

The office holders are seeking to be remunerated on a time cost basis. We use charge out rates appropriate to the skills and experience of a member of staff and the work that they perform, recording time spent in 6 minute units. Narrative is recorded to explain the work undertaken and the time spent is analysed into different categories of work. This document provides an estimate as to how much time the office holders and their staff will spend undertaking specific tasks within broad categories of work, and the time costs of undertaking such work, which will depend upon the grade, or grades, of staff undertaking the work and the number of hours spent undertaking the work by each grade of staff. The estimated time that will be spent undertaking the work in each category of work has been multiplied by the applicable charge out rate for each member of staff that it is anticipated will undertake work in that category to arrive at the estimated total time costs attributable to that category of work on the case. We have then divided that estimated total by the estimated number of hours to arrive at what is known as a blended hourly charge out rate for that category of work. The sum of all the estimated total by the estimated number of hours to arrive at a blended hourly charge out rate for the case. Again, we have then divided that estimated total by the estimated number of hours to arrive at a blended hourly charge out rate for the case as a whole

	The hourly charge out rates that will be used on this case are:	£		
	The hourly charge out rates that will be used on this case are:	EE		
· <u>·</u>	Senior Partner	595.00	•	
	Partner	440.00	· · · · · · · · · · · · · · · · · · ·	
	Manager : .	350.00		
,	Assistant Manager .	310.00		
	Senior Administrator	290.00	•	
	Administrator	240.00		
	Assistant Administrator	100.00		
	Junior Administrator	40.00		
				•
				<u> </u>
	ADMINISTRATION			
		Estimated time to be	Estimated value of the	
	Description of the tasks to be undertaken in this category of work	work	time costs to undertake	Blended charge out rate
	Description of the tasks to be undertaken in this category of work	WORK	the work £	to undertake the work £
				MARK JOSEP OF THE NUMBER OF THE SECOND
	Case planning - devising an appropriate strategy for dealing with the case	,		
	and giving instructions to the staff to undertake the work on the case.	10.00	5,950.00	
	Regular internal video calls/meetings with staff.	12.00	5,345.00	
	Setting up électronic case files.	5.00	820.00	34 mg 45 45 5
	Setting up the case on the practice's electronic case management system	3.00	020.00	DASS KING TO THE TANK
	and entering data.	55.00	3,750.00	以外,
	Issuing the statutory notifications to creditors and other required on		, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	3038 x 3645 788.
	appointment as office holder, including gazetting the office holder's			320 1142
	appointment (as applicable).	14.00	2,045.00	
	Obtaining a specific penalty bond.	· 3.00	1,385.00	Er. Timer, a The Dir.
	Preparing, reviewing and issuing the Joint Administrators' proposals to			3.75.2977 TACK TENER
_	creditors and members.	45.00	12,325.00	对和加州电影学
	Filing the proposals at Companies House	1.00	472.50	#INCIDENCE TO AN
	Seeking approval of the proposals by deemed consent	. 1.00	. 350.00	482 MAN
•	Reporting on the outcome of the approval of the proposals to the	_		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	creditors, Companies House and the Court.	4.00	780.00	· 大学
	Liaising with pension agents in respect of the work done; and checking the			阿姆 "人"的人说话
	adequacy of the work done.	. 2.00	700.00	2 33 A 30 . 2 W.
	Reviewing and authorising statutory pension notifications.	2.00	700.00	·····
•	Seeking decisions from creditors and members (as applicable).	· 1.00	350.00	ARTO 4 186、4 1875年1月1月1日
	and the second of the second o			A CONTRACTOR
	Dealing with all routine correspondence and emails relating to the case.	· 70.00	13,225.00	VIE 1030 3078 80
	Opening, maintaining and managing the office holders' estate bank	10.50	254250	
	account.	10.50	2,547.50	Contract of the Contract of th
	Creating, maintaining and managing the office holders' cashbook.	60.00	18,675.00	
	Undertaking regular bank reconciliations of the bank account containing	00.00	10,073.00	383 34 8 3 + 20 52+
	estate funds.	10.00	1,000.00	The state of the state of
	·	. 10.00	1,000.00	194 836 1945 W. V
	Reviewing the adequacy of the specific penalty bond on a quarterly basis.	5.00	1,750.00	
	Undertaking periodic reviews of the progress of the case.	30.00	12,950.00	FANT TOP " MAN TON "
	Overseeing and controlling the work done on the case by case			5 abov 120 100 10
	administrators.	, 35.00	14,500.00	William P. J. Parl
	Preparing, reviewing and issuing six-month progress reports to creditors		•	31 37 TO 3
	and members.	45.00	16,650.00	PROSESSOR PROFITE IN
	Filing progress reports at Companies House.	1.00	350.00	TERRETTE CONT.
	Preparing and filing VAT returns.	6.00	2,345.00	THE WAS LIKE A THINK STATES
. —	Preparing and filing Corporation Tax returns (with assistance from tax			TO THE STATE OF TH
	advisors)	12.00	4,690.00	Board's and Charle
,	•		•	## 3 " . W. S.
1	Seeking closure clearance from HMRC and other relevant parties.	1.50	587.50	THE STATE OF THE S
				White The
	Preparing, reviewing and issuing final reports to creditors and members.	15.00	6,175.00	tor. M. La suffate
	Filing final returns at Companies House and at Court.	3.00	1,175.00	751 41 AT 14 AMERIC
	Dealing with Bribery, Anti Money Laundering and Code of Ethics	.		1949-75
	requirements and considerations.	9.00	3,820.00	DUSTER DELEGISTE SEE SAFE
	Z-A-I.		0408 440 55	
	Total:	468.00	£135,412.50	£289.34
	The blanded rate in respect of this category of week is clicked, higher than			
	= :		•	
	matters require more involvement by Partners and Managers (e.g.			
•	The blended rate in respect of this category of work is slightly higher than that of the case as a whole qw whilst the majority of the Administrative tasks can be completed by staff with a lower charge out rate, some		· · · · · · · · · · · · · · · · · · ·	

reporting and supervision

	Description of the tasks to be undertaken in this category of work Recovering the physical and electronic books and records for the case. Coordinating the listing of the books and recovered and reviewing	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate to undertake the work
	Description of the tasks to be undertaken in this category of work Recovering the physical and electronic books and records for the case.	taken to undertake the	time costs to undertake	Blended charge out rate
	Recovering the physical and electronic books and records for the case.	taken to undertake the	time costs to undertake	Blended charge out rate
	Recovering the physical and electronic books and records for the case.	taken to undertake the	time costs to undertake	_
				Zar Santa Zaraka (Santa Zara
		7.00	2,940.00	
				THE PERSON OF
a	the same.	30.00	4,100.00	
() () () () () () () () () ()	Preparing and submitting an online return on the conduct of the directors as required by the Company Directors Disqualification Act.	40.00	16,050.00	
- a	os required by the Company Directors Disqualineation Act.	40.00	10,030.00	
	Conducting an initial investigation with a view to identifying potential	- 1	10 m	
- t	asset recoveries by seeking and obtaining information from relevant third			
1	parties, such as the bank, accountants, solicitors, etc.	120.00	41,825.00	
-	Reviewing books and records to identify any transactions or actions the office holder may take against a third party in order to recover funds for		. . .	F. 7 . 1 847 . 44
	the benefit of creditors	75.00	15,975.00	
	Issuing correspondence to creditors which have raised concerns and			220000000000000000000000000000000000000
!	reviewing concerns raised by creditors.	. 20.00	8,025.00	
		l '	٠,	
	Conducting an in depth review of pre-appointment transactions/disposals	20.00	8,025.00	9897.2656.969038290904
	Total:	292.00	£96,940.00	£331.9
	1000.	252.00	250,540.00	2331.3
	The blended rate in respect of this category of work is higher than that of			
	the case as a whole as whilst a number of tasks are able to be carried out		•	,
	or assisted by staff with a lower hourly charge out rate, the complex			
	nature of the case will require a high degree of Partner and Manager	· ,		. "
	involvement.		·	l
+	-		 	
	REALISATION OF ASSETS			
·				
`.	Description of the tasks to be undertaken in this category of work	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate
		*		
1	Arranging suitable insurance over assets.	- 3.00	1,050.00	CONTRACTOR OF SHORE
	Regularly monitoring the suitability and appropriateness of the insurance	•		24 1 3 K M 2 2 K 3
	cover in place.	3.00	1,050.00	
1	Corresponding with debtors, credit control team and subsequently		• .	N 11 4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	appointed debt collection agents and attempting to collect outstanding			
	book debts.	45.00	16,975.00	760 1000 paramaga.
· .	Corresponding with Amazon regarding collection of the outstanding debt.	8.00	2,845.00	
	Ensuring the smooth transition of the debtor data to the debt collection	0.00	2,013.00	4.14.750°040,436°08
	agents.	6.00	2,345.00	
1	Liaising with BNP re blocked account monies.	7.00	2,940.00	ACTUAL EDIS
	Liaising with AFC re blocked account monies.	7.00	2,940.00	16-55 (16-24-24-27-27-27-27-27-27-27-27-27-27-27-27-27-
	Liaising with the banks regarding maintaining accounts, the provision of			
	weekly statements and the release of credit funds.	5.00	1,750.00	705-219-19-18-18-18-18-18-18-18-18-18-18-18-18-18-
	Undertaking a detailed reconciliation to appropriately allocate credits received both prior to and post administration between blocked and non-		" i	
	blocked account monies.	11.00	4,095.00	194 Sept. 1988
	Instructing agents to value known assets.	7.00		CHARGO SACA
	Liaising with agents to realise known assets.	. 15.00	6,475.00	
	Instructing solicitors to assist in the realisation of assets.	3.00.	1,295.00	POR BUILDING
	Review of offers received from interested parties and			SCHOOL STATE
	discussions/negotiations with appointed agents.	11.00	4,585.00	Proceedings and the control of
	Liaising with solicitors and valuation agents regarding the sale of the	12 00	5,285.00	
	assets to TLG. Reviewing, agreeing and executing sale documentation.	13.00 11.00	4,585.00	THE PROPERTY OF STREET
	Liaising with the landlord of the trading premises.	7.00	3,675.00	SALIK PRESIDENTE PRO
	Instructing solicitors to assist in the assignment of the lease for the	7.00_		STOREST CONTRACT
	Warehouse premises.	1.50	, 647.50	
· l	Liaising with solicitors, the landlord and the sub tenant regarding the			NOT THE REAL PROPERTY.
	occupation and security of the Office premises.	25.00	9,975.00	
	Liaising with the secured creditor over the realisation of the assets subject	•		
	to a mortgagee or other charge.	8.00	3,535.00	MESSENSESSESSESSESSESSESSESSESSESSESSESSE
	Correspondence with TLG regarding post-sale formalities. Llaising with agents/suppliers re third party assets.	4.00	1,645.00 / 997.50	Approvation to the and
	Obtaining legal advice on returned stock in situ	3.00	· 1,295.00	100 (5) (4 (14 (14 (14 (14 (14 (14 (14 (14 (14
	Dealing with the sale of returned stock and liaising with agents in respect	2.30	. 2,255.00	Section of the sec
	of the same.	3.00	1,295.00	
	Liaising with ROT creditors to seek agreement to sell stock.	. 3.00		THE RESIDENCE OF THE SECOND
- և	Liaising with TLG regarding the ROT claims.	18.00	5,845.00	MODERN CONTRACTOR
	Liaising with staff on site regarding the ROT claims.	37.00	12,240.00	ACCURAGE VALUE OF THE STREET
	Preparation and issue of formal letters to ROT creditors regarding		:	
	completion of an ROT questionnaire.	66.00	7,345.00	7.5556.9999A2 753593P9
	Setting up a designated email address to deal with incoming ROT correspondence.	1.00	350.00	
	Maintaining a control schedule of all ROT claims.	45.00	7,300.00	SANGER SANGE STREET
		. 43.00	7,300.00	AND THE STAND STREET
				IN DESCRIPTION OF THE PROPERTY
,	Review of ROT questionnaires (and other supporting documentation) and,	l .		38745 3474 337
, ,	Review of ROT questionnaires (and other supporting documentation) and, where material, forwarding to solicitors for legal advice on validity.	. 30.00	9,300.00	
, ,		30.00	9,300.00 3,845.00	

	Conducting internal review of ROT questionnaires where not cost	·		V34/27/38/38/38
	effective to obtain legal advice.	22.00	7,490.00	
	Correspondence with solicitors and ROT creditors.	14.50		PYNERKO TO TENERY
		_		
	Total:	456.50	£144,445.00	£316.
		• • •		
	The blended rate in respect of this category of work is higher than that of			
	the case as a whole as the majority of the above tasks are complex in	· ·		· ·
	nature and therefore require more involvement by Partners and			
	Managers.			
	•			
		4		
	CREDITORS			
		5-41	Faster de de la contra de la c	
	1.	Estimated time to be	Estimated value of the time costs to undertake	Blended charge out ra
	Description of the tasks to be undertaken in this category of work	work	the work £	to undertake the work
	Description of the tasks to be undertaken in this category of work	WOIN	(IIE WOLK E	to undertake the work
				PROUDE TO THE OWNER OF THE WAY
	Liaising with ERA agents, supervising the work done by them and			
	obtaining information from the case records about employee claims.	20.00	3,900.00	
	Reviewing documentation for submission to the Redundancy Payments	20.00	3,500.00	228 2 6 ASC 1986 NO.
	Service.	5.00	1,750.00	
	Corresponding with employees regarding their claims and dealing with		2,750.00	"n 'a 'Essentiation
	queries.	17.00	. 2,770.00	
	Liaising with the Redundancy Payments Service regarding employee	27.00	2,7,0.00	30, 20, 13 17 18 18 18 18
	claims.	2.00	700.00	2. 2 9 2000
	Liaising with solicitors regarding the validity and nature of the charge held	,		(2************************************
	by AFC.	9.00	3,640.00	
	Providing updates to AFC.	8.00	3,535.00	
	Processing dividends to AFC (subject to legal advice).	6.00	2,345.00	
	Preparing estimated outcome statements.	- 13.00	5,285.00	
	Dealing with creditor correspondence, emails and telephone		-,	35.589.573.37 588K
	conversations regarding their claims.	210.00	21,575.00	177 448 6 194
	Setting up a designated phone line and email address to deal with		•	YARAN SON SON SO
	substantial incoming correspondence.	1.00	350.00	A STATE OF THE STATE OF
				Appleton of 1784
	Regular video meetings with team dealing with creditor correspondence.	17.00	3,640.00	光沙沙珠沙发 了。
	Maintaining up to date creditor information on the case management			HANDY ZESCHI
	system.	` 65.00	4,750.00	All the state
	Issuing a notice of intended dividend and placing an appropriate gazette			HANDERSON TO A CONTRACT OF THE PARTY OF THE
,	notice.	9.00	1,845.00	Marine Mary 1999
				368300 736
	Reviewing proofs of debt received from creditors, adjudicating on them			
	and formally admitting them for the payment of a dividend.	395.00	38,675.00	ALCOHOLOGY STORY
	Liaising with ERA agents regarding the calculation of employees'			MALLEST HOUSE
	preferential and unsecured balancing claims.	2,00	· 700.00	Maria Calle Maria
-	Requesting additional information from creditors in support of their			SEARCH CO.
	proofs of debt in order to adjudicate on their claims.	. 130.00	8,250.00	32 II S 32
	Calculating and paying a dividend to creditors, and issuing the notice of	*		
	declaration of dividend.	225.00	27,775.00	BANZ SONANS (135) ++
	Paying tax deducted from the dividends paid to employees.	6.00	1,990.00	VINOS CONTROL
	Total:	1,140.00	. £133,475.00	£117.
	•		······································	
·	The blanded rate is recens of this enterior of week is lower than that of			,
	The blended rate in respect of this category of work is lower than that of	. *		
	the case as a whole as a number of tasks are able to be carried out or assisted by staff with a lower hourly charge out rate.		•	ا ا
	assisted by stan with a lower flourry charge out rate.			· .
	CASE SPECIFIC MATTERS	<u> </u>		
				-
		Estimated time to be	Estimated value of the	,
	· ·	taken to undertake the	time costs to undertake	Blended charge out ra
	Description of the tasks to be undertaken in this category of work	work	the work £	to undertake the work
	Lialsing with retained IT staff and external IT consultant to assist in the		-	234442
	deletion/extraction/retention of data.	25.00	. 9,775.00	
	Liaising with insurers regarding existing insurance claims.	3.00		DATE BASE SEC. 18
	Monitoring and controlling day to day operations on site.	35.00		18 18 18 18 18 18 18 18 18 18 18 18 18 1
	Arranging on site security and maintenance.	10.00	3,500.00	
	Liaising with agents regarding operations on site.	10.00	3,500.00	D. DROWNER SHARE A
	Setting up suitable systems and controls in respect of purchases for post-			Dan Babillation
	administration supplies.	5.00	1,750.00	Stranger Street
	Regular calls/updates with Board regarding operations on site.	20.00	8,025.00	One of Bushing Control
-	Correspondence with Blue Chip and Virgin Media to ensure continuation	· ·	•	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	of supply.	10.00	3,705.00	ALCOHOLD HE STORY
				MARKET C
	Liaising with TLG in respect of the Blue Chip and Virgin Media services.	6.00	2,060.00	公共的地位分类的 3
	Correspondence with payroll software provider to ensure continuation of	5.00	1,750.00	ACTURE STATE OF THE SECOND
	services.			1/4000000000000000000000000000000000000
	services. Llaising with and issuing formal documentation to suppliers regarding post		, ,	530 5000 BMS 15
	services. Lialsing with and issuing formal documentation to suppliers regarding post administration supply.		5,290.00	外外外等。并
	services. Liaising with and issuing formal documentation to suppliers regarding post- administration supply. Instructing solicitors to issue correspondence to critical suppliers to	· 27.00		
	services. Llaising with and issuing formal documentation to suppliers regarding post- administration supply. Instructing solicitors to issue correspondence to critical suppliers to ensure continuation of services.		5,290.00 3,250.00	
	services. Llaising with and issuing formal documentation to suppliers regarding post- administration supply. Instructing solicitors to issue correspondence to critical suppliers to ensure continuation of services. Llaising with HR and compensation and benefits manager regarding	· 27.00 8.00	3,250.00	
	services. Llaising with and issuing formal documentation to suppliers regarding post- administration supply. Instructing solicitors to issue correspondence to critical suppliers to ensure continuation of services. Llaising with HR and compensation and benefits manager regarding payroli.	· 27.00		
-	services. Llaising with and issuing formal documentation to suppliers regarding post- administration supply. Instructing solicitors to issue correspondence to critical suppliers to ensure continuation of services. Llaising with HR and compensation and benefits manager regarding	· 27.00 8.00	3,250.00	

Liaising with staff generally and considering GDPR issues relating to staff			Person of the later of
working remotely.	3.00	1,172.50	
Dealing with media enquiries and liaising with PR agent	4.50	1,780.00	THE STATE OF THE S
Liaising with the Banks to ensure view only access to accounts	6.00		2000年7月7月1日 1900年7月1日
Obtaining advice on CJRS and funds held in this respect.	3.00	1,295.00	*Burtin
Total:	215.50	£72,717.50	£337.44
The blended rate in respect of this category of work is higher than that of the case as a whole as the majority of the above tasks are complex in nature and therefore require more involvement by Partners and		 .	
Managers.			
GRAND TOTAL FOR ALL CATEGORIES OF WORK	2,572.00	£582,990.00	£226.67
		• • •	

TIME COST ANALYSIS (POST APPOINTMENT)

Time Entry - Detailed SIP9 Time & Cost Summary

XB0309 - Bertram Trading Limited To: 11/08/2020 Project Code: POST

•						•
Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours Time Cost (£)	Average Hourly Rate (£)
102 : Cashiering	16.00	5.50	0.00	25.50	47.00 12,453.50	264.97
04 : Statutory Reporting to Creditors	4.00	28.20	5.90	10.30	48.40 14,373.00	296.96
03 : Statutory filing	3.10	5.60	0.00	5.80	14.50 4,270.50	294.52
04 : Appointment notification	0.60	2.20 .	0.30	4.90	8.00 1;317.00	164.63
06 : MLR/Ethics/Bribery checklists	1.40	1.10	0.00	0.00	2.50 1,187.00	, 474.80
08 : Pension matters	0.00	2.30	0.00	0.00	2.30 805.00	350.00
11 : Maintenance of case files/records	0.00	1.20	0.70	. 8.80	10.70 975.00	91.12
'01 : Strategy (incl Sales)	0.00	20.20	0.00	. 0.00	20.20 7,030.00	348.02
500 : Administration	0.30	25.20	0.00	36.20	61.70 10,616.50	172.07
Administration & Planning	25.40	91.50	6.90	91.50	215.30 53,027.50	246.30
601 : Case Specific 1	57.70	76.50	0.00	. 2.20	136.40 60,775.00	445.56
Case Specific Matters	57.70	76.50	0.00	2.20	136.40 60,775.00	445.56
				* -		·
505 : Report / Secured Creditor	5.80	7.30	0.00	0.00	13.10 6,006.00	458.47
507 : Dividend distribution/adjudicating claims	0.00	0.00	0.00	17.50	17.50 838.00	47.89
509 : Onerous property	0.00	. 0.80	0.00	0.00	0.80 280.00	350.00
03 : Ongoing Employee Issues	0.00	2.40	- 0.00	0.60	3.00 856.00	285.33
00 : Preferential Creditors	0.00	0.10	0.00	0.00	0.10 35.00	350.00
01 : Unsecured Creditors	11.60	54.90	0.00	190.10	256.60 33,144.00	. 129.17
502 : Employee Matters	1.90	9.60	0.00	56.00	67.50 6,699.00	99.24
Creditors	19.30	75.10	0.00	264.20	358.60 47,858.00	133.46
			•			_
203 : Investigations (other)	4.40	12.00	2.50	5.20	24.10 7,503.00	311.33
	0.00	0.50	0.00			350.00
204 : Reviewing/listing books and records	0.00	0.50	0.00	0.00	0.50 . 175.00	350.00
nvestigations	4.40	12.50	2.50	5.20	24.60 7,678.00	312.11
			•	*		
00 : Ident / Securing & Insuring	0.00	2.60	0.50	0.20 -	3.30 1,063.00	322.12
01 : ROT	5.00	. 142.10	. 0.00	30.80	177.90 55,291.00	310.80
02 : Property	10.10	16.60	0.00	0.00	26.70 11,787.50	441.48
03 : Book Debts/retentions	14.60	24.10	0.00	0.40	39.10 16,822.00	430.23
04 : Plant & Machinery / Motor Vehicles	24.50	7.20	0.50	0.00	32.20 17,114.50	531.51
05 : Stock	2.10	15.00	- 0.00	3.10	20.20 6,607.50	327.10
06 : Other Assets	0.00	2.40	0.00	0.00	2.40 780.00	325.00
07 : Cash at bank	2.30	3.20	0.00	0.10	5.60 2,492.50	445.09
308 : Intangible assets/Goodwil/IP	4.00	4.80	0.00	0.00	8.80 4.060.00	445.09
308 : Intangible assets/Goodwil/IP						461.36
Realisation of Assets	62.60	218.00	1.00	34.60	316.20 116,018.00	366.91
Total Hours	169.40	473.60	. 10.40	397.70	1,051.10 285,356.50	271.48

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APPENDIX 10
PROOF OF DEBT FORM

Rule 14.4 The Insolvency (England and Wales) Rules 2016

Proof of Debt – General Form

IN THE	High Court of Justice CR-2020-002736			
Number:				
Name of Company in Administration:		Bertram Trading Limited		
Company Registration Number:		06849888		
Date of Administration:		19 th June 2020		
1 Name of creditor				
(If a company, please also prov registration number).	ide the company			
2 Correspondence address of cre any email address)	ditor (including			
3 Total amount of claim (£) (include any Value Added Tax)				
4 If amount in 3 above includes (outstanding uncapitalised inter amount.				
5 Details of how and when the do (If you need more space, attack sheet to this form)				
6 Details of any security held, the	e value of the			
security and the date it was giv				
7 Details of any reservation of tit respect of goods supplied to wi relates.				

8 Details of any document by reference to which the debt can be substantiated	
the debt can be substantiated	
9 Signature of creditor (or person authorised to act on the creditor's behalf)	
10 Address of person signing if different from 2 above	
11 Name in BLOCK LETTERS:	
12 Position with, or relation to, creditor	
13 Date of signature	
Admitted to vote for	Admitted for dividend for
Amount (£)	Amount (£)
Date	Date
Martin C Armstrong FCCA FABRP FIPA MBA FNARA oint Administrator	Martin C Armstrong FCCA FABRP FIPA MBA FNARA Joint Administrator

Notes:

- 1. There is no need to attach them now but the office holder may ask you to produce any document or other evidence which is considered necessary to substantiate the whole or any part of the claim, as may the chairman or convenor of any qualifying decision procedure.
- 2. This form can be authenticated for submission by email by entering your name in block capitals and sending the form as an attachment from an email address which clearly identifies you or has been previously notified to the office holder. If completing on behalf of a company, please state your relationship to the company.