

# AM06

## Notice of approval of administrator's proposals



Companies House

TUESDAY



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30/06/2020

#275

COMPANIES HOUSE

### 1 Company details

Company number 0 7 4 1 0 8 7 4

Company name in full Oasis and Warehouse Limited

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

### 2 Court details

Court name High Court of Justice, Business & Property Courts of  
E & W

Court case number 0 0 2 1 6 1 2 0 2 0

### 3 Administrator's name

Full forename(s) Robert James

Surname Harding

### 4 Administrator's address

Building name/number 1 New Street Square

Street London

Post town EC4A 3HQ

County/Region

Postcode

Country

## AM06

Notice of approval of administrator's proposals

<b>5 Administrator's name</b>		<b>Other administrator</b> Use this section to tell us about another administrator.
Full forename(s)	Richard Michael	
Surname	Hawes	
<b>6 Administrator's address</b>		<b>Other administrator</b> Use this section to tell us about another administrator.
Building name/number	5 Callaghan Square	
Street	Cardiff	
Post town	CF10 5BT	
County/Region		
Postcode		
Country		
<b>7 Date administrator(s) appointed</b>		
Date	<div> <div>d</div> <div>1</div> <div>d</div> <div>5</div> <div>m</div> <div>0</div> <div>m</div> <div>4</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> </div>	
<b>8 Date statement of proposals delivered to creditors</b>		
Date	<div> <div>d</div> <div>1</div> <div>d</div> <div>0</div> <div>m</div> <div>0</div> <div>m</div> <div>6</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> </div>	
<b>9 Date proposals were deemed to be approved</b>		
Date	<div> <div>d</div> <div>2</div> <div>d</div> <div>3</div> <div>m</div> <div>0</div> <div>m</div> <div>6</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> </div>	
<b>10 Sign and date</b>		
Administrator's signature	Signature <div> <div>X</div>  <div>X</div> </div>	
Signature date	<div> <div>d</div> <div>3</div> <div>d</div> <div>0</div> <div>m</div> <div>0</div> <div>m</div> <div>6</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> <div>y</div> <div>2</div> <div>y</div> <div>0</div> </div>	

# AM06

Notice of approval of administrator's proposals



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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.

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- ☐ You have signed and dated the form.



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# **Deloitte.**

**Oasis and Warehouse Limited ("OWL")**  
**Oasis Fashions Limited ("OFL")**  
**Warehouse Fashions Limited ("WFL")**  
**Bastyan Fashions Limited ("BFL")**  
**The Idle Man Limited ("TIML")**  
**Warehouse Fashions Holdings Limited (WFHL")**  
**Warehouse Retail Limited ("WRL")**  
**Oasis Fashions Holdings Limited ("OFHL")**  
**Oasis Fashions Retail Limited ("ORL")**  
**(all in administration) ("the Companies"/"the Group")**

JOINT ADMINISTRATORS' STATEMENT OF PROPOSALS PURSUANT TO PARAGRAPH 49 OF SCHEDULE B1 OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the Act").

Robert James Harding and Richard Michael Hawes ("the Joint Administrators") were appointed Joint Administrators of OWL, OFL, WFL, BFL and TIML on 15 April 2020 and were appointed Joint Administrators of WFHL, WRL, OFHL and OFRL on 13 May 2020. All appointments were by the Directors of the Companies. The affairs, business and property of the Companies are managed by the Joint Administrators. The Joint Administrators act as agents of the Companies and contract without personal liability. All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the UK to act as Insolvency Practitioners.

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

10 June 2020



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**Oasis and Warehouse Limited, Oasis Fashions Limited, Warehouse Fashions Limited, Bastyan Fashions Limited, The Idle Man Limited, Warehouse Fashions Holdings Limited, Warehouse Retail Limited, Oasis Fashions Holdings Limited and Oasis Fashions Retail Limited – all in administration**

This Statement of Joint Administrators' Proposals ("the Proposals" or "our Proposals") has been prepared pursuant to paragraph 49 of Schedule B1 of the Act, which requires that we, as the Joint Administrators, provide creditors with details of our Proposals to achieve the purpose of the administrations.

We do not believe that any of the Companies have sufficient property to enable a distribution to be made to unsecured creditors, other than under the prescribed part provisions pursuant to section 176A of the Act, ("the Prescribed Part"). As such we are not required to ask creditors to approve our Proposals unless requested to do so by creditors whose total debts amount to at least 10% of the total debts of the Companies.

If you would like to ask us to hold a decision procedure to consider our Proposals please complete a Form for Requisitioned Decisions which is available for download from the website set up for the administration at [www.ips-docs.com](http://www.ips-docs.com) and return it to us by post or email no later than 23 June 2020. Please note that a deposit of £1,000 will be required towards the costs of initiating the decision procedure; such deposit may be refunded as an expense of these proceedings under Rule 15.19(4) Insolvency (England & Wales) Rules 2016 ("the Rules"), if so decided by creditors.

In the event that a request for a decision procedure is not received by us within the above deadline, our Proposals will be deemed approved 23 June 2020 and a notice to that effect will be filed at Companies House.

We have also included the following information in this report:

- background of the Group;
- the circumstances giving rise to the appointment of the Joint Administrators;
- the progress of the administrations to date; and,
- the Joint Administrators' Proposals for achieving the objective of the administrations (Appendix E).








Yours faithfully  
For and on behalf of the Companies

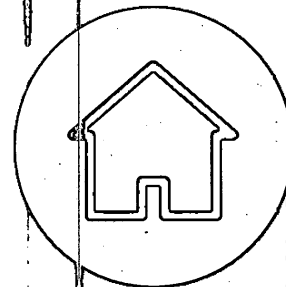
Rob Harding,  
Joint Administrator

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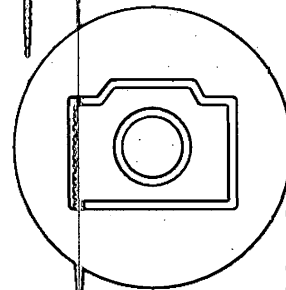
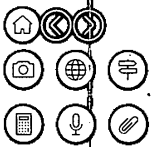
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## Key messages



## Key messages

### Joint Administrators of the Companies

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Website: [www.ips-docs.com](http://www.ips-docs.com)  
Tel: 0121 695 5827

**Date Proposals delivered to creditors: 10 June 2020**



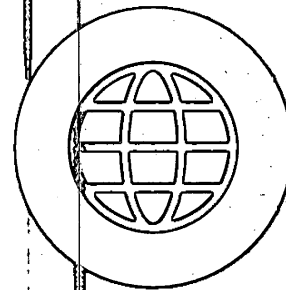
	Commentary
<b>Purpose of the administrations</b>	<ul style="list-style-type: none"> <li>The purpose of the administrations will be to achieve a better result for the Companies' creditors as a whole than a liquidation.</li> </ul>
<b>Joint Administrators' strategy</b>	<ul style="list-style-type: none"> <li>Following their appointment, the Joint Administrators took steps to assess the options available to facilitate a sale of the business and/or for resumption of trading once measures put in place following the outbreak of COVID-19 were lifted. Further details are on page 13 onwards.</li> <li>On Wednesday 22 April the decision was made to temporarily stop online trading as a result of rising costs of fulfilling online orders and associated logistical challenges.</li> <li>This led to a change in strategy and an acceleration of the process to sell the Group's assets.</li> <li>On 30 April 2020 the Joint Administrators confirmed the sale of certain stock and intellectual property assets owned by the Group to Hilco Capital for consideration of £6,250k. The Group ceased to trade online and all stores on 29 April 2020, resulting in 1,775 redundancies.</li> <li>The Joint Administrators are now seeking to realise residual assets held by the Group.</li> </ul>
<b>Approval of the Proposals</b>	<ul style="list-style-type: none"> <li>As there is no prospect of any funds being returned to unsecured creditors (other than by way of the Prescribed Part), our Proposals will be deemed approved by creditors unless a decision procedure is requested under Rule 15.18. Please refer to page 1 for further details.</li> </ul>
<b>Estimated Timescale</b>	<ul style="list-style-type: none"> <li>On current information the duration of the administrations is not likely to exceed 12 months following which it is anticipated that the Companies will move to dissolution.</li> </ul>
<b>Estimated Costs and Estimate of work required to be done</b>	<ul style="list-style-type: none"> <li>We propose to charge our fees in all Companies by reference to our time costs. We have provided a Fees Estimate for each of the Companies showing a breakdown of our anticipated time costs and actual costs to date at Appendix D.</li> <li>We anticipate that disbursements of approximately £3.5k for all Companies will be incurred over the duration of the appointment as detailed at Appendix D.</li> <li>We anticipate that third party costs in relation to legal fees and agents fees will be in the region of £341k over the duration of the appointment for all Companies as detailed on page 25.</li> </ul>
<b>Estimated Outcomes</b>	<p>On current information, we anticipate the following outcome for each category of creditor:</p> <ul style="list-style-type: none"> <li>The Secured Creditor Aurora Fashions Finance Limited ("Aurora"/"AFL"/"the Secured Creditor") will not be repaid in full.</li> <li>Preferential creditors – There will be sufficient floating charge realisations to enable payment in full of preferential claims arising in OWL, OFL, WFL and TIML. The other five companies do not have any employees and will therefore have no preferential claims.</li> <li>Unsecured creditors – It is likely that there will be a distribution for unsecured creditors of OWL, OFL and WFL via the Prescribed Part. Dividends are unlikely in the other six companies due to the level of expected asset realisations.</li> </ul>
<b>Shareholders</b>	<ul style="list-style-type: none"> <li>There is no prospect of a return to shareholders of the Companies. Additional information for shareholders can be found on page 27.</li> </ul>
<b>Proposals</b>	<ul style="list-style-type: none"> <li>Our Proposals for managing the business and affairs of the Companies can be found on page 19.</li> </ul>





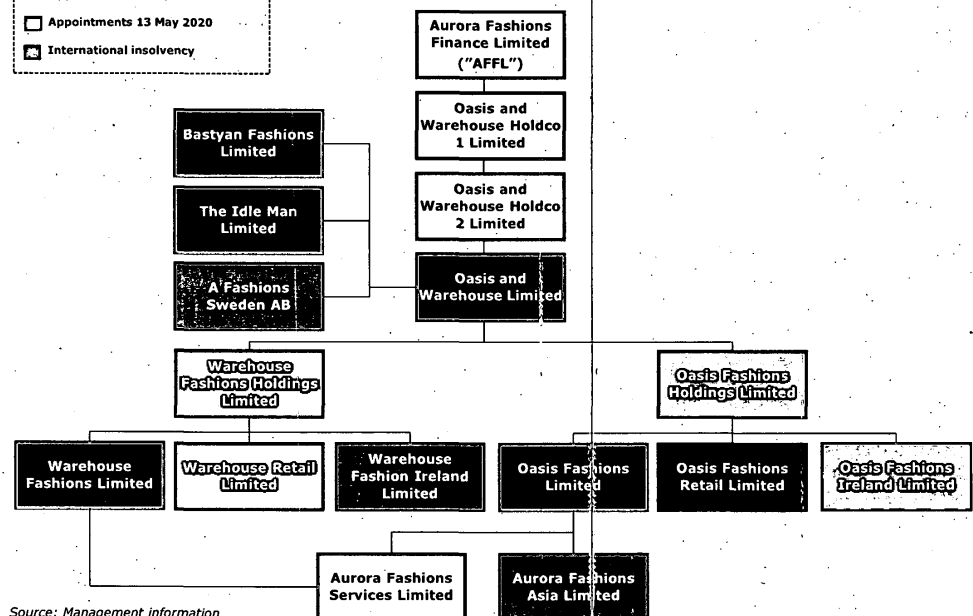
## Background

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## Background Group Structure

### Summarised Group structure



Source: Management information



## Background

### The Group



### Background

- The Group, was formed when the brands were purchased by Kaupthing from the Mosaic Fashions Group in 2009.
- The Group was headquartered in the UK and was a retailer of women's clothing, footwear and accessories, operating through two brands: Oasis and Warehouse.
- As with many other UK clothing retailers, the Group operated through multiple channels:
  - Owned Stores
    - Oasis – operated 64 UK stores, 11 Irish stores, and 1 Swedish store.
    - Warehouse – operated 19 UK stores and 4 Irish stores.
  - Online – including UK and multiple global websites.
  - Concessions (stores) – relationships with major UK department stores and other retailers.
  - Host web – partnerships with other UK retailers to offer Oasis and Warehouse products via their online platforms.
  - Wholesale and franchise – multiple wholesale, franchise and license partnerships in the UK and across the world.
- At a Group level in FY20 (unaudited 12m to 29 February 2020) the Group generated revenue of £215m and EBITDA of £150k.

### Employees

- As at appointment OWL, OFL, WFL and TIML employed 2,015 staff, as follows;
  - OWL – 97
  - OFL – 1,212
  - WFL – 692
  - TIML – 14

### Group Structure

- A Group structure chart (at the date of our appointment) is set out on the previous page.
- Each of the Oasis and Warehouse brands traded through its own operating/trading company ("OpCo") and property company ("PropCo"). The majority of UK retail leases sat in the relevant brand PropCo, whilst all trade and IP sat in the respective OpCo.
- The directors of the Companies and the Company Secretary are detailed at Appendix A.

### Funding

- The Group's secured debt liabilities totalled c.£43.3m, comprising:
  - Loan principle of c.£30 million
  - Accrued interest of c.£5.8 million
  - Revolving Credit facility of £7.5 million
- The Group's Secured Creditor is AFFL who have fixed and floating security over several Group entities' assets.
- The charges are registered from October 2015 onwards.
- We have obtained independent confirmation in relation to the validity of the Secured Creditor's security.

## Background

### Summary financials

Summary profit and loss accounts - Group			
£m	Statutory Accounts for 12 months to 24/02/2019	Statutory Accounts for 12 months to 02/03/2019	Management Accounts for 12 months to 02/03/2020
Turnover	289.4	293.2	214.6
Cost of Sales	(104.6)	(120.2)	(76.0)
Gross Profit	184.8	173.0	138.6
Gross Margin %	64%	59%	65%
Other Expenses	(175.2)	(161.5)	(138.5)
EBITDA	9.6	11.5	0.2

Summary balance sheet - Group			
£m	Statutory Accounts as at 24/02/2019	Statutory Accounts as at 02/03/2019	Management Accounts as at 02/03/2020
Tangible assets	15.1	13.7	12.6
Intangible assets	15.5	14.2	12.5
Fixed assets	30.6	27.9	25.1
Stock	27.4	30.4	27.4
Debtors	21.0	26.0	27.0
Other	21.8	15.3	6.7
Current Assets	70.2	71.7	61.1
Trade creditors	(6.4)	(7.1)	(13.5)
Accruals & deferred income	(31.4)	(24.5)	(15.4)
Other	(8.1)	(11.7)	(10.9)
Loans & overdraft	(39.3)	(40.3)	(42.8)
Total Liabilities	(85.2)	(83.6)	(82.6)
Net Assets	15.6	16.0	3.5

## Overview of financial information

Extracts from the audited Group accounts for financial years 2018 and 2019, together with unaudited management accounts for the 12 months to 2 March 2020 are shown opposite.

Please note that this information has not been verified by the Joint Administrators or by Deloitte.

### Profit and loss commentary

The Group's underlying turnover reduced between the year ended 2 March 2019 and the year ended 2 March 2020 driven by a reduction in the number of retail stores and underlying challenges in the UK retail market.

Despite cost saving initiatives, which improved gross margin between the year ended 2 March 2019 and year ended 2 March 2020, EBITDA declined by c.£11.3m to c.£0.2m.

Matters impacting the Group's financial performance are discussed overleaf.

### Balance sheet commentary

The Group's principal assets were stock (principally sold via retail stores) and debtors due from various UK and international retail partners.

The Group's net asset position reduced from c.£16m as at 2 March 2019 to c.£3.5m as at 2 March 2020.

In this period, trade creditor liabilities increased from c.£7.1m to c.£13.5m.



## Background

### Joint Administrators' appointment



#### Circumstances giving rise to the appointment of the Joint Administrators

##### Reasons for financial distress

- As with many "bricks and mortar" retailers, the Group was experiencing a number of pressures which led to a deteriorating financial position, including:
  - A decline in UK consumer confidence and a change in shopping habits from stores to online, which negatively impacted the Group's performance;
  - Challenging trading conditions negatively impacting LFL performance and achieved margin (driven by high level of discounting seen on the UK high street); and
  - Cost pressures, driven in the most part by an increase in business rates and the National Living Wage.
- COVID-19:
  - In addition, as a result of the COVID-19 pandemic, the Group was required to close all of its physical retail operations on 21 March 2020.
  - This resulted in a significant reduction in retail sales.
  - Revenue generated by digital sales were insufficient to cover the largely fixed cost base during the COVID-19 lockdown.
  - In addition, many of the Group's concession debtors then extended payment terms as a result of the crisis, placing further cash flow pressure on the Group.

##### Steps taken to remedy/turnaround

- Over the 12 months preceding the appointment of the Joint Administrators, Management took a number of steps to reduce costs and improve cash flow, including:
  - exiting non profitable sites where possible;
  - reducing fixed costs and discretionary spend; and
  - taking steps to improve working capital efficiency.

#### Circumstances giving rise to the appointment of the Joint Administrators

##### Steps taken to remedy/turnaround (continued)

- Management investigated a number of operational restructuring options, including a review of the potential cost savings available to the business
- However, the challenges in the retail market prior to COVID-19 resulted in an underperformance vs plan.

##### COVID-19 outbreak

- Following the outbreak of COVID-19 and closure of all stores, the Group's performance and cash position deteriorated, resulting in a material liquidity requirement in the short-term.
- Management's analysis indicated that continuing to trade until the end of June 2020 would deteriorate the value of key assets and worsen the position for creditors by c.£14m. A restructuring of the debt or the Group would still have been required at this date, in the absence of a significant capital injection.
- In the absence of funding for the forthcoming liquidity requirement and following a material reduction in cash receipts following the outbreak of COVID-19, Management engaged Deloitte LLP on 23 March 2020 to carry out an Accelerated M&A (AMA) process.

##### AMA process

- The AMA process was undertaken between 23 March 2020 and 13 April 2020. Whilst this was primarily a focused process, it received press comment, so the process itself was well publicised.
- During the 3 week AMA marketing process, discussions were held with 18 parties, including a combination of strategic buyers and financial buyers.
- Through the AMA sales process it became apparent that a solvent sale of the business and assets could not be achieved, given the lack of funds to support continued trading.

## Background

### Joint Administrators' appointment

#### Circumstances giving rise to the appointment of the Joint Administrators

##### AMA process (continued)

- 4 offers were received during the AMA process however, none of the offers included the store portfolio.
- As such, none of the potential transaction's involved a going concern sale for the broader business and specific assets/parts of the business were excluded in all cases.
- Whilst contracts were drafted for a potential pre-packaged sale, this was not ultimately concluded as it was not possible to reach final commercial terms.
- This marketing process, however, gave the Joint Administrators' a clear indication of the likely areas of interest for the Group's business and assets together with potential realisable value of the business and assets of the Group.

##### When decision to appoint was made

- Once it became clear that the Companies would be unable to pay their debts once they fell due, the directors held a board meeting on 13 April 2020 to consider placing the Companies into administration.

##### Involvement of Deloitte pre-appointment

On 31 October 2019 Deloitte were invited by the Directors of the Group to carry out a study of potential restructuring options. We subsequently carried out the following engagements:

- Phase 1 – We were engaged by Oasis and Warehouse Holdco 1 Limited on 31 October 2019 to advise the Group on its options in respect of a potential restructuring; and
- Phase 2 – We were engaged by Oasis and Warehouse Holdco 1 Limited on 20 March 2020 to run an Accelerated M&A (AMA) process (as summarised above and on the preceding page).

#### Circumstances giving rise to the appointment of the Joint Administrators

##### Involvement of Deloitte pre-appointment (continued)

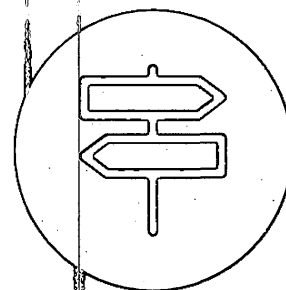
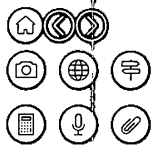
- On 6 August 2019, prior to the matters identified in the column opposite, Robert James Harding and Richard Michael Hawes were appointed as Joint Administrators of Karen Millen Holdco 1 Limited and certain of its subsidiaries, all of which were part of the Aurora Fashions Group and as such have common ownership to the Group.
- Please note that we have not provided any advice to the directors in their personal capacity other than advising them to take independent advice on their own position.
- Following the board meeting on 13 April 2020, Robert James Harding and Richard Michael Hawes of Deloitte were asked to take the pending appointment as Joint Administrators of the Companies by the Directors of the Companies.





## Post-appointment

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## Post-appointment Purpose

### Appointment of the Joint Administrators

Robert James Harding and Richard Michael Hawes, of Deloitte were appointed Joint Administrators of the Companies by the Directors on 15 April 2020 and 13 May 2020 following the filing of a Notice of Appointment of Joint Administrators by the Companies.

### Purpose of the administration

In order to achieve the first purpose of an administration, the Joint Administrators must be able to rescue the Companies as a going concern. As the Companies had significant levels of borrowing (secured debt) which would need to be restructured in order to rescue the business and having regard to the likely value of the underlying businesses and assets, as based on available financial information and through other sources, including the AMA sales process, there was no prospect of securing any offers capable of delivering a debt restructuring or rescue.

Accordingly, the purpose of the administrations is to achieve a better result for creditors as a whole than would be obtained through an immediate liquidation of the Companies, which has been achieved by enabling residual stocks to be sold to maximise realisations for creditors.





## Post-appointment Joint Administrators' strategy



**How the affairs and business of the Companies have been managed and financed since appointment, and the Joint Administrators' intended strategy if their Proposals are approved**

### High level strategy

- During the pre-appointment planning period, the Joint Administrators considered options for the business.
- The AMA process highlighted that there was a reasonable prospect of a sale of certain parts of the business. However, it was clear that the prospect of a going concern sale (including the store portfolio) was low.
- Given this, it was clear that to maximise realisation two strategies should be pursued:
  - To conduct a rapid sale of business process for all or parts of the business; and
  - In the potential absence of a sale including the Group's stores, to mothball retail operations until the COVID-19 lockdown was lifted.

### Funding

- The Joint Administrators considered options to 'mothball' the Group's retail operations (amongst other parts of the business) in order to maximise the prospect of a sale or continuation of the retail stores.
- The Administrators took steps to minimise costs in order to facilitate a continuation of attempts to sell the business, including:
  - Seeking rent free agreements from landlords of the retail store portfolio; and
  - Considering the eligibility of the company to the Coronavirus Job Retention Scheme ("CJRS").

### Property

- A significant proportion of the Group's landlords were supportive of rent free agreements during the COVID-19 lockdown in order to maximise the prospect of the stores re-opening.

**How the affairs and business of the Companies have been managed and financed since appointment, and the Joint Administrators' intended strategy if their Proposals are approved**

### Employees

- The Joint Administrators obtained professional advice on the application of the CJRS in the context of an administration, referring to the Treasury Direction (dated 15 April 2020) and the guidance that the Government had issued in relation to this specific subject ("the Guidance").
- In accordance with that Guidance and advice, shortly following their appointment, the Joint Administrators identified 1,777 of the Group's employees for whom there was a reasonable prospect of being rehired and who were then invited to consent to being furloughed, details of which are as follows:
  - 66 head office employees (who would likely have continuity of employment in the event of a sale of the business), all of whom consented; and
  - 1,711 store employees (who would likely be required once the stores were reopened following end of the Covid 19 restrictions and in order to sell stock for the benefit of the Group's creditors as was part of the Joint Administrators strategy), 1,707 of whom consented, the other 4 being made redundant.
- A further 45 employees were retained in the business in order to support the Joint Administrators with a number of matters, including the sale of business process, realisation of assets (including collection of debtors) and managing limited online sales.
- As there was no reasonable likelihood of the remaining 193 employees (all of whom were head office staff) being re-hired or being subject to continuity of employment under a sale of business they were made redundant with immediate effect upon the appointment of the Joint Administrators on 15 April 2020.

## Post-appointment Joint Administrators' strategy



**How the affairs and business of the Companies have been managed and financed since appointment, and the Joint Administrators' intended strategy if their Proposals are approved**

### Trading

- Following the mandatory closure of the Group's retail stores on 21 March 2020, the Group's sole revenue stream was from digital sales of c.£0.5m per week, which was insufficient to cover trading costs.
- After consideration of immediate cost reduction options, the Joint Administrators estimated that the Group would absorb at least c.£0.5m of cash per week during the COVID-19 lockdown.
- Online sales and careful management of costs were essential in order to facilitate the sale of business and potential longer term prospect of re-opening the Group's retail stores.
- However, it was also clear that the longer the Joint Administrators traded the business without the certainty of a sale, the bigger the risk that the Group's cash (which would otherwise be available to creditors) would be dissipated.

### Sale of business process

- The AMA process highlighted that there was a reasonable prospect of a sale of certain parts of the business.
- Following their appointment, the Joint Administrators approached both parties that had expressed an interest in the Group during the pre-appointment marketing process as well as quickly initiating approaches to others.
- Two offers were received from these parties in the period shortly after our appointment:
  - Hilco Capital - £6.25m for the brand, intellectual property and stock, with no conditions; and
  - Bidder 2 - £6.5m for the brand, intellectual property, fixtures and fittings and stock, conditional on securing new agreements with the 3<sup>rd</sup> party distributor amongst others.

**How the affairs and business of the Companies have been managed and financed since appointment, and the Joint Administrators' intended strategy if their Proposals are approved**

### Sale of business

- On Wednesday 22 April the decision was made to temporarily stop online trading as a result of rising costs of fulfilling online orders and associated logistical challenges.
- This impacted the Group's forecast cash flow and also made a sale of any part of the business more challenging.
- The above matters led to a change in strategy for the Joint Administrators and necessitated an acceleration of the process to sell the Group's assets.
- Upon review of the potential outcome for creditors, the inherent risk of a trading strategy and conditionality and potential timeline for completion of the offer from Bidder 2, the Joint Administrators took the decision to accept the sale of assets to Hilco Capital.
- On 30 April 2020 the Joint Administrators confirmed the sale of certain stock and intellectual property assets owned by the Group to Hilco Capital.
- The Group ceased to trade online and all stores on 29 April 2020, resulting in 1,775 redundancies.



## Post-appointment Joint Administrators' strategy

### Asset realisations

The Joint Administrators sold certain stock and intellectual property assets on 30 April 2020 to Hilco Capital for £6,250k, the split of proceeds is set out below.

#### Stock

On 30 April 2020 the Joint Administrators confirmed the sale of certain stock assets associated with the Group to HUK 96 Limited, a Company ultimately owned by Hilco Capital for £1,700k.

Asset realisations have been split in accordance with the book value of the associated stock as at the date of the Administrators' appointment:

Entity	Statement of Affairs value (£'000s)	Realisation (£'000)
OWL	41	-
OFL	3,364	1,047
WFL	2,200	630
TIM	81	23
<b>TOTAL</b>	<b>5,686</b>	<b>1,700</b>

Certain stock was excluded from the sale, being stock subject to a customs warehouse registered with HMRC.

#### Stock – concession sales

As a separate transaction, the Joint Administrators sold certain stock to concession partners, on deferred terms, for resale via their own websites, and as shown below:

Entity	Sale (£'000)
OFL	128
WFL	80
<b>TOTAL</b>	<b>208</b>

### Asset realisations (continued)

#### Stock – concession sales (continued)

The Joint Administrators will collect the relevant sums in due course.

#### Intellectual property

On 30 April 2020 the Joint Administrators confirmed the sale of certain intellectual property assets associated with the Group to Shoo 634 Limited, a Company ultimately owned by Hilco Capital for £4,550k.

The intellectual property sold includes the Group's brand names and web domains, namely "Oasis", "Warehouse", "The Idle Man" and "Bastyan Fashions".

The Idle Man and Bastyan Fashions financial accounts did not indicate significant acquired or internally generated intangible assets in respect of their respective intellectual property assets.

A nominal amount of the consideration received has been allocated to Bastyan Fashions Limited and The Idle Man Limited (£120k), with the balance split in accordance with the book value of the associated assets as at the date of the Administrators' appointment.

The total realisation has been allocated across the relevant companies as follows:

Entity	Statement of Affairs value (£'000s)	Realisation (£'000)
OFL	-	1,783
WFL	-	2,647
TIM	-	100
Bastyan	-	20
<b>TOTAL</b>	<b>-</b>	<b>4,550</b>

The Group's intellectual property assets are subject to fixed charges in favour of the Group's secured creditor, AFFL.



## Post-appointment Joint Administrators' strategy

### Asset realisations (continued)

#### Books debts and prepayments

##### Book debts

As at the date of our appointment, the Companies' sales ledger showed pre-appointment book debts of £6,005k.

All debtors have been written to and asked to settle the sums payable to the Group. As a result of Covid-19 and the impact this has had on many retailers, a number have indicated an inability to pay these debts in the short term. However, collections will continue to be monitored and pursued by the Joint Administrators.

##### Prepayments

In addition to book debts, the Group's records indicated other debtors and prepayments of c.£950k, comprising of other sums due to the Group in respect of prepaid rent, rates and insurance.

The Joint Administrators are investigating the recoverability of these sums.

##### Total book debts and prepayments

To date, the Joint Administrators have collected £1,423k in respect of book debts and £12k in relation to other debtors and prepayments.

Entity	Statement of Affairs value (£'000s)	Realised to date (£'000)	
		Book debts	Other debtors Prepayments
OWL	-	13	6
OFL	1,247	674	4
WFL	1,126	714	2
Bastyan	19	22	-
<b>TOTAL</b>	<b>2,392</b>	<b>1,423</b>	<b>12</b>

### Asset realisations (continued)

#### Cash at Bank/in transit

##### Cash at bank

Following our appointment the bank accounts held by the Companies were frozen and the funds held in the accounts paid to the administration accounts.

Entity	Statement of Affairs value (£'000s)	Realisation (£'000)
OWL	1,939	1,966
OFL	1,813	1,962
WFL	994	1,065
Bastyan	24	24
TIM	-	32
<b>TOTAL</b>	<b>4,770</b>	<b>5,049</b>

##### Cash in transit

In addition cash held by the Group's merchant service providers ("MSP") has where possible been paid to the administration accounts. Further funds are expected as each MSP has a different cash hold back period that ranges from nil to 560 days.

Entity	Statement of Affairs value (£'000s)	Realisation (£'000)
OWL	-	1
OFL	544	383
WFL	397	540
TIM	26	22
<b>TOTAL</b>	<b>967</b>	<b>946</b>



## Post-appointment Joint Administrators' strategy



### Asset realisations (continued)

#### Chattel assets and till floats

The Joint Administrators have engaged Ensco 1078 Ltd t/a European Valuations ("Eurovals") to support on residual cash and chattel asset recovery and realisation as follows:

#### Till floats

Per the Statement of Affairs it was estimated that cash floats left in tills of c.£28k was held (OFL - ££19.5k and WFL - £8k).

Eurovals have since collected c.£56k (OFL £36k, WFL £20k), which is in the course of being remitted to the Joint Administrators' account.

#### Chattel assets

Eurovals have also been instructed to recover and sell residual chattel assets comprising fixtures & fittings, computer hardware and computer software. These assets had a combined book value of £10,595k, with an estimated to realise £443k as shown below:

Entity	Statement of Affairs (£'000s)		Realisation (£'000)
	Fixtures & fittings	Computer hardware	
OFL	101	182	-
WFL	29	131	-
TIM	0	0	-
<b>TOTAL</b>	<b>130</b>	<b>313</b>	<b>-</b>

The collection process was significantly impacted by the Covid-19 restrictions in terms of access to premises in order to recover property and appetite of third parties to acquire assets. However, Eurovals have now collected the tills, tablets and laptops from stores and which are now in the process of being sold. To date, realisations totalling £44k have been made (£28k OFL and £16k WFL) although the proceeds of sale have not yet been remitted.

### Asset realisations (continued)

#### Chattel assets and till floats (continued)

Eurovals are also supporting with the sale of laptops (owned by OWL, OFL and WFL). They estimate that these assets have a market value ex situ of £21k to £33k assuming a 90 day sale period. To date, 54 of the 373 office laptops and computers have been purchased by former employees for a total of £3k.

IT and other assets from the Group's Stanton Harcourt office are yet to be realised. Given the uncertainties in the current climate (as a result of Covid-19) we are unable to provide an estimate of their likely realisable value.

#### Foreign exchange contract

Prior to the appointment of the Joint Administrators, Management closed certain foreign exchange contracts held by OWL.

Following their appointment the Joint Administrators have recovered £480k in settlement of sums due to OWL.

#### Furloughed wages

As part of the Covid-19 relief measures the Coronavirus Job Retention Scheme ("CJRS") has been implemented by the Government, enabling businesses to claim a contribution to employee wages and salaries if employees are placed on 'Furlough' leave.

A claim was submitted on behalf of the Companies under this scheme and on respect of which £918k has been received.

All payments due to employees under the Furlough Scheme have now been made following receipt of the funds.

## Post-appointment Joint Administrators' strategy



### Asset realisations (continued)

#### Leasehold property

The Companies operated from 111 leasehold properties, the split between properties to each entity is as follows:

Entity	Leasehold properties
OFL	1
OFRL	63
OFHL	3
WFHL	2
WRL	38
<b>TOTAL</b>	<b>111</b>

We have conducted a review of the position of all leasehold properties with Gooch Cunliffe Whale LLP, an experienced property consultant. This review indicates that there is unlikely to be any value in the leases.

We are currently arranging for the leases to be assigned back to the relevant landlords.

The Joint Administrators are in the process of appointing agents to conduct a review of rent and rates payments made by the Group in order to assess the prospect of rent or rates refunds.

To date, funds of £72k have been received into OWL in respect of leasehold property refunds.

#### Other assets

The Statement of Affairs includes other assets which are unlikely to be realisable, being:

- Investments – OFL investments reflect shares in Aurora Fashions Asia Limited, a Hong Kong registered entity in the Group which is also insolvent.
- Intercompany – sums due to the companies from other members of the Group are unlikely to be realisable by virtue of the fact that all trading companies in the Group are insolvent.

### Asset realisations (continued)

#### Other assets (continued)

- VAT – the Group was part of a VAT Group, with the registered member being Aurcra Fashions Holdings Limited. Any amounts due to the VAT Group are payable to Aurora Fashions Holdings Limited (which is not in any insolvency preceding). Any sums due to the Group by Aurora Fashions Holdings Limited in respect of VAT may be subject to offset of sums payable by the Group.

#### Receipts and Payment account

A receipts and payments account for each of the Companies, detailing asset realisations achieved and costs paid up to 10 June 2020 is provided at Appendix C.

## Post-appointment Joint Administrators' Proposals



### The Joint Administrators' Proposals

Our Proposals for the administrations include:

- continuing to manage the affairs and any remaining assets of the Companies and the settlement of all administration expenses; and
- assessing the affairs of the Companies and reviewing and reporting on the conduct of its directors and, where required, providing assistance to any regulatory authorities with any investigation into the affairs of the Companies or its management;
- agreement of the claims of any secured, preferential and unsecured creditors against the Companies unless we conclude, in our reasonable opinion, that the Companies will have no assets available for distribution; and
- distributing funds to any secured and preferential creditors and, where applicable, to unsecured creditors under the Prescribed Part as and when their claims are agreed and funds permit, and to make distributions to unsecured creditors, other than out of the Prescribed Part if the court gives permission following an appropriate application; and
- that, following the realisation of assets and resolution of all matters in the administration, and as quickly and efficiently as is reasonably practicable, we will implement the most appropriate exit route to formally conclude the administration; and
- that, if the Companies are to be placed into Creditors' Voluntary Liquidation ("CVL"), we (or any person appointed as a replacement office holder) propose to be appointed Joint Liquidators and for the purposes of section 231 of the Act the Joint Liquidators will each be authorised to carry out all functions, duties and powers either jointly or severally.

### The Joint Administrators' Proposals

We will seek specific approval from the appropriate body to fix the basis of and the ability to draw our remuneration and expenses, including pre administration costs and expenses, and to agree the time of our discharge on conclusion of the administrations.

Please refer to Appendix E for further details.



## Post-appointment Outcome for creditors

### Estimated outcome for creditors

#### Secured creditor

The Companies' records show the Secured Creditor, Aurora Fashions Finance Limited, at the date of our appointment was due £43.3m comprising the following amounts:

- Loan principle of c.£30 million
- Accrued interest of c.£5.8 million
- Revolving Credit facility of c.£7.5 million

These amounts are secured by way of fixed and floating charges granted by the Companies. Based on currently available information, we do not expect there will be sufficient asset realisations to repay the Secured Creditor in full.

Barclays Bank Plc has the benefit of security over certain of the Group's bank accounts. However, we understand that no sums are payable to Barclays.

To date, Barclays have deducted £6.2k from the funds held by them in respect of Corporate credit card charges.

#### Preferential creditors

Preferential claims consist of amounts owed to employees for arrears of wages/salaries, holiday pay, and pension contributions.

We estimate that there will be preferential claims in OWL, OFL, WFL and TIM as set out below.

- OWL – £65k
- OFL – £300k
- WFL – £230k
- TIM – £10k

On present information we expect these claims to be paid in full.

### Estimated outcome for creditors

#### Unsecured creditors and Prescribed Part

The Prescribed Part is an amount set aside for unsecured creditors from asset realisations that would otherwise be paid to secured creditors under their floating charge, (referred to as the net property), as set out under section 176A of the Act. It applies only where the charge was created on or after 15 September 2003.

The Prescribed Part is calculated as a % of the net property and is subject to a statutory maximum of £600k per company.

Where the value of the Prescribed Part is so small as to make the costs of distributing it disproportionate, the court may, on our application, disapply it.

Whilst the amount likely to be available for distribution is small, we do not consider it necessary to ask the court to disapply the Prescribed Part, on the grounds the costs of making the distribution are disproportionate to the benefits to creditors.

The directors' statement of affairs shows the following expected unsecured creditor claims in each Company, we have noted this against the expected net property and Prescribed Part available in each Company:

£'000	Anticipated Claims	Net Property	Prescribed Part	Estimated Dividend p in the £
OWL	21,738	1,639	338	0.02
OFL	18,110	3,382	600	0.03
WFL	22,707	2,341	416	0.02
TIML	1,028	-	-	-
BFL	37	-	-	-
WRL	-	-	-	-
WFHL	-	-	-	-
OFHL	-	-	-	-
ORL	-	-	-	-

Please note that the estimated dividend will be dependent upon the final level of creditor claims (the current estimate based on Management's statement of affairs).

Please also note that these figures show the return after deduction of the costs for dealing with the Prescribed Part (which chiefly comprise our time costs for agreeing creditors' claims and making the distribution to them).



## Post-appointment

### Outcome for creditors



#### Claims process

We anticipate that a dividend under the Prescribed Part is likely to be made to unsecured creditors of OWL, OFL and WFL, however, having regard to the size of claims against the Companies, the amount of any such dividend is likely to be very low.

We nonetheless invite creditors to claim, following the guidance in the paragraphs below.

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

You do not need to prove your debt for dividend purposes if the amount you are owed, according to the Companies statement of affairs, is £1,000 or less.

Instead, we will notify you if funds become available for dividend purposes and provide you with details of the amount at which your claim has been admitted. If you disagree with that amount, you will be provided with an opportunity to notify us of the correct amount.

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

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

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

As there is no prospect of a distribution for unsecured creditors, in certain Companies we do not intend to undertake any work to agree any creditor claims received in those other entities.

## Post-appointment Extensions & exit routes

### Exit routes

In accordance with the provisions of the Act, all administrations automatically come to an end after one year, unless an extension is granted by the court or with consent of the creditors.

There are several possible exit routes from administration. Based on current information, we consider the following exit routes may be appropriate:

- *Dissolution* – If there is no further property which might permit a distribution to the Company's creditors, we may file notice to that effect with the Registrar of Companies and the Company will be dissolved three months later.
- *Compulsory Liquidation ("WUC")* – where there is a possibility, but no certainty, of recoveries being made or matters such as property to disclaim or further enquiry, it may be appropriate to ask the court to end the administrations and to make an order to wind up the Company.
- *Creditors' Voluntary Liquidation ("CVL")* - Where a distribution to unsecured creditors will be made, other than by virtue of the Prescribed Part, we may file a notice to that effect with the Registrar of Companies. The administrations will cease on the date that notice is registered and the Company will be wound up.

Please note that if the Companies are placed into CVL, the Joint Administrators (or any person appointed as a replacement office holder) propose to be appointed as Joint Liquidators. The creditors may nominate a different person to be liquidator(s) provided the nomination is made before the Proposals are deemed approved by creditors on 23 June 2020.

### Exit routes (continued)

- Any creditors' committee appointed in the administrations will become a liquidation committee.
- For the purposes of section 231 of the Act the liquidators will each be authorised to carry out all functions, duties and powers either jointly or severally.

### Discharge of Joint Administrators' liability

Pursuant to paragraph 98 of Schedule B1 of the Act, the Joint Administrators' discharge of liability in respect of their actions as administrators takes effect at the specific time appointed by either the court, the creditors (either via the creditors' committee or by decision of the creditors) or, in specific circumstances, by the secured (and preferential) creditors.

In this case, we will request approval from the Secured and preferential creditors of OWL, OFL and WFL and the Secured Creditor alone for the other entities in the group for us to be discharged from liability as at the date the Registrar of Companies registers the Joint Administrators' final progress report.

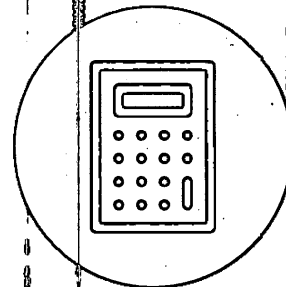




## Remuneration and expenses

Creditors' Guide to Administrators'  
Remuneration

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## Remuneration and expenses

### Creditors' Guide to Administrators' Remuneration

**A Creditors' Guide to Administrators' Remuneration" is appended to SIP 9 and is provided on the administration website and also available for download at [www.deloitte.com/uk/sip-9-england-and-wales](http://www.deloitte.com/uk/sip-9-england-and-wales)**

Should you require a paper copy, please send your request in writing to the Joint Administrators at the address on page 4 and this will be provided to you at no cost.



### Basis of Administrators' remuneration

Pursuant to Rule 18.16 of the Insolvency Rules 2016 ("the Rules"), the basis of the Joint Administrators' remuneration may be fixed:

- as a percentage of the value of the property with which the Joint Administrators have to deal;
- by reference to time properly given by the insolvency practitioners and their staff in attending to matters arising in the administrations;
- as a set amount;
- or, any combination of the above.

There will be no funds available to the unsecured creditors other than under the Prescribed Part provisions in OWL, OFL and WFL. Therefore, in accordance with Rule 18.18(4) of the Rules and in the absence of a creditors' committee, we will seek to fix the basis of our remuneration by reference to our time costs incurred in attending to matters arising in the administrations with the consent of the Secured Creditor of all Companies and a decision of the preferential creditors of OWL, OFL, WFL and TIML in a decision procedure.

Although costs have been split by legal entity due to the lack of asset realisations expected in WFHL, WFRL, OFHL and OFRL the Secured Creditor has agreed to contribute to the costs of administration for those Companies.

### Fees Estimate

Fee Estimates are provided at Appendix D in which we have tried to provide you with as accurate an estimate as we can of our likely time costs for the duration of the appointments. We have based this estimate on our time costs for each appointment as follows:

OWL	- £558,609
WFL	- £1,326,374
OFL	- £1,469,408
TIML	- £183,020
BFL	- £89,749
WRL	- £192,579
WFHL	- £70,833
ORL	- £192,579
OFHL	- £70,833

### Joint Administrators' Expenses

We anticipate that we will incur the following disbursements during the appointments:

- Statutory Advertising - we are required to give notice by advert in the London Gazette of the following matters: our appointment; proposed distributions to unsecured creditors. We estimate the advertising costs in this regard will be c.£1k across the Companies.
- Storage costs - depending on the volume of records the Group has will dictate the final record storage costs, however at this stage we estimate costs of at least £25k.

## Remuneration and expenses

### Creditors' Guide to Administrators' Remuneration



#### Expenses - Professional costs

All professional costs are reviewed by us and analysed in detail before payment is approved or made.

Although costs have been split by legal entity due to the lack of asset realisations expected in certain Companies the Secured Creditor has agreed to contribute to the costs of administration for those Companies where asset realisations are limited.

#### Legal costs

We have instructed, lawyers with the appropriate expertise and experience in dealing with these types of administrations, to advise on the following legal matters and to prepare required legal documentation.

- Osbourne Clarke LLP ("OC") have been instructed to review the validity of the administration appointment and the companies security structure. They estimate their fee for so doing will be £2.5k plus expenses and VAT for each of the Companies. Their costs incurred to date are c.£20k across the Companies.
- In addition OC are instructed to assist with any property matters and in respect of which their costs to date are £6k split between WRL and ORL. Further costs will depend on the level of landlord queries that require legal advice.
- CMS Cameron McKenna Nabarro Olswang LLP ("CMS") have been instructed to assist with the following matters:
  - Administration funding agreement to the companies with limited assets
  - Foreign exchange agreements in relation to OWL
  - Retention of Title assistance with respect to OFL and WFL
  - Franchise and concession debt advice to OFL and WFL
  - Employee matters including the Furlough scheme.

#### Expenses - Professional costs

#### Legal costs (continued)

- They have estimated that their fees will not exceed £250k (exclusive of VAT and disbursements) across the Companies. Their costs to date are £195k (plus VAT) split as follows;
- OWL, BFL and TIML – c.£10k each
- OFL – c.£78k
- WFL – c.£87k

#### Agent's costs

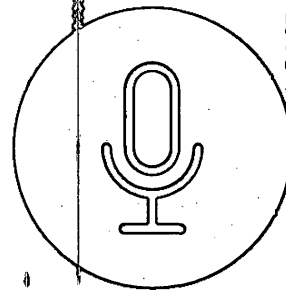
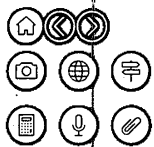
- We have instructed Eurovals a firm of agents with the appropriate expertise and experience, to assist with store key, record and store cash float collections and disposal to best advantage of residual chattel assets.
- The Administrators have agreed the following basis for Eurovals costs:
  - 10% of the net proceeds realised from the disposal of the Group's chattel assets;
  - Costs on a fixed price basis (plus reasonable disbursements) for the collection of books and records, store keys and cash floats from each of the Group's properties; and
  - Costs on a per unit basis for the wiping of data held on the Group's computer equipment prior to sale.
- They have estimated that their fee will be c.£60k plus expenses and VAT. This will be split between OFL and WFL.



## Additional information

Case specific matters and Investigations

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## Additional information

### Case specific matters and Investigations



#### EU Regulations

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

#### Third party assets

Should you believe that you own or have a claim regarding items that may have been present at the Companies' premises at the date of our appointment please contact us as soon as possible.

#### Shareholders

We are not obliged to provide further information or reports to shareholders of the Companies. However regular updates will be available upon request.

Due to the insolvency of the Companies and anticipated level of asset realisations compared with the level of creditor liabilities owed by the Companies, there is no prospect of a return being made to the shareholders.

Following our appointment, the Companies are no longer able to process transfers of shares, nor re-issue unclaimed dividend cheques.

In certain cases, HM Revenue & Customs may declare shares to be of nil value and capital losses may be claimed. Shareholders should contact their local tax office for further information.

#### Investigations

As part of our duties, we are obliged shortly after our appointments to review all of the information available to us and conduct an initial assessment of whether there are any matters that might lead to a recovery for the benefit of creditors. This initial assessment includes enquiries into any potential claims that may be brought against parties either connected to or who have had past dealings with the Companies.

#### Investigations (continued)

In addition we are required to consider the conduct of the directors and any person we consider to have acted as a shadow or de facto director in relation to their management of the affairs of the Companies and the causes of failure and we will submit a confidential report to the Insolvency Service, a division of the Department for Business, Innovation and Skills. Creditors who wish to draw any matters to our attention should contact us using the contact details given on page 4 as soon as possible.

#### Website

In order to facilitate communication, all statutory reports, documents and notices will be posted on to a website which has been set up specifically for the Companies. The web address is [www.ips-docs.com](http://www.ips-docs.com).

Please note you will need to use your secured ID and password to access the site as provided.

All documents will be retained on the website which will remain live until two months after the conclusion of the proceedings. Please contact Aaron Banks using any of the contact details given below if you would like to be provided, free of charge, with a hard copy of documents posted, either now or in the future, to the website:

Phone: 0121 695 6852

Email: [aabanks@deloitte.co.uk](mailto:aabanks@deloitte.co.uk)

#### Case specific information

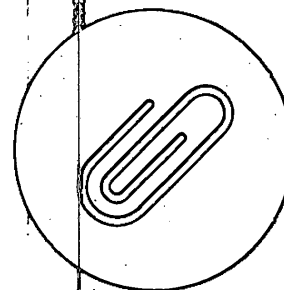
Any customers of the Companies that are owed refunds should contact their card provider to seek a refund. If your card provider requires further information or will not accept a claim please email [oasiswarehouse@deloitte.co.uk](mailto:oasiswarehouse@deloitte.co.uk)





## Appendices

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## Appendices

### Appendix A

#### Group information

Statutory Information									
	Oasis and Warehouse Limited	Warehouse Fashions Limited	Oasis Fashions Limited	Oasis Fashions Retail Limited	Bastyan Fashions Limited	Warehouse Retail Limited	Warehouse Fashions Holdings Limited	Oasis Fashions Holdings Limited	The Idle Man Limited
Company number	07410874	06822214	06822219	06822670	06969547	06822218	06818415	06818415	12170578
Registered office	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ	C/o Deloitte LLP, Four Brindleyplace, Birmingham, B1 2HZ
Trading names	Oasis and Warehouse Limited	Warehouse Fashions Limited	Oasis Fashions Limited	Oasis Fashions Retail Limited	Bastyan Fashions Limited	Warehouse Retail Limited	Warehouse Fashions Holdings Limited	Oasis Fashions Holdings Limited	The Idle Man Limited
Court	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W	In the High Court of Justice, Business & Property Courts of E&W
Court reference	002161 of 2020	002158 of 2020	002159 of 2020	002326 of 2020	002155 of 2020	002323 of 2020	002324 of 2020	002325 of 2020	002175 of 2020
Company directors	Hashim Ladha & Matthew Robinson	Paula Stewart, Hashim Ladha & Matthew Robinson	Hashim Ladha & Matthew Robinson	Hashim Ladha & Matthew Robinson	Ian Galvin and Hashim Ladha	Paula Stewart, Hashim Ladha & Matthew Robinson	Paula Stewart, Hashim Ladha & Matthew Robinson	Hashim Ladha & Matthew Robinson	Matthew Miller Robinson, Hashim Ladha & Matthew Robinson
Company Secretary	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited	Heatons Secretaries Limited



## Appendices

### Appendix B

#### Summary Statement of Affairs

The Directors' statement of affairs is available online at [www.ips-docs.com](http://www.ips-docs.com), including a schedule of the names and addresses of all known creditors. Please note that in accordance with Rule 3.35(4) of the Insolvency Rules 2016, names and addresses for employees and consumers who have paid deposits or in advance for the supply of goods and services will not be shown. In accordance with the standard format of the statement of affairs, no provision has been made for the costs of the administration (including agents', legal and other professionals' fees).

Directors' summary Statement of Affairs

£	OEL		WFL		OVL		TJML		BFL	
	Book value	Estimated to realise	Book value	Estimated to realise	Book value	Estimated to realise	Book value	Estimated to realise	Book value	Estimated to realise
Assets subject to fixed charge										
Goodwill	4,456,916	-	6,676,130	-	-	-	-	-	-	-
IP	38,088	-	-	-	-	-	-	-	-	-
Estimated surplus/(deficiency) to fixed charge holders	(38,549,163)	(43,044,167)	(36,368,037)	(43,044,167)	(43,044,167)	(43,044,167)	(43,044,167)	(43,044,167)	(43,044,167)	(43,044,167)
Assets subject to floating charge										
Fixtures and Fittings	3,355,024	100,651	982,103	25,463	-	-	442	13	-	-
Computer Hardware and Software	3,644,343	182,212	2,613,219	130,661	-	-	403	20	-	-
Investments	409,570	-	-	-	-	-	-	-	-	-
Stock	16,821,451	3,364,290	11,002,809	2,200,562	2,3893	41,446	406,159	81,232	-	-
Debtors	3,562,561	1,246,931	3,216,697	1,125,844	110,418	-	-	-	53,683	18,789
Intercompany	7,221,421	-	1,195,029	-	20,508,294	1,939,367	-	-	2,557,117	-
Bank	1,813,216	1,813,216	994,088	994,088	1,939,367	-	-	-	23,867	23,867
Cash in transit	544,000	544,000	397,000	397,000	-	-	-	-	-	-
TB Floats	19,500	19,500	8,000	8,000	-	-	26,135	26,135	-	-
HMRC VAT	608,242	608,242	246,473	246,473	-	-	15,751	15,751	-	-
Overseas VAT	31,696	31,696	15,314	15,314	-	-	-	-	-	-
Estimated total assets available for preferential creditors	38,031,024	7,910,738	20,670,732	5,147,405	22,689,972	1,980,813	446,890	123,151	2,634,667	42,656
Preferential creditors		(375,935)		(236,243)		(75,916)		(10,815)		-
Estimated deficiency / surplus to preferential creditors		7,534,803		4,911,162		1,904,897		112,336		42,656
Estimated prescribed part of net property		(600,000)		(600,000)		(383,980)		(25,467)		(11,531)
Estimated total assets available for floating charge holders		6,934,803		4,311,162		1,520,917		36,869		31,125
Debt secured by floating charges		(43,044,167)		(43,044,167)		(43,044,167)		(43,044,167)		(43,044,167)
Estimated deficiency / surplus after floating charges		(36,109,364)		(38,733,005)		(41,523,250)		(42,957,298)		(43,013,042)
Estimated prescribed part of net property		600,000		600,000		383,980		25,467		11,531
Total assets available to unsecured creditors		(35,509,364)		(38,133,005)		(41,139,270)		(42,931,831)		(43,001,511)
Unsecured non-preferential claims		(18,109,835)		(22,706,614)		(21,738,455)		(1,028,033)		(37,459)
Estimated deficiency / surplus to creditors		(53,619,199)		(60,839,619)		(62,877,725)		(43,959,864)		(43,038,970)
Called up share capital		(49,538,179)		(23,520,695)		(79,887,568)		(1)		(4,542,925)
Estimated deficiency / surplus to members		(103,157,378)		(84,360,314)		(142,765,293)		(43,959,865)		(47,581,945)



## Appendices

### Appendix B

### Summary Statement of Affairs

The Directors' statement of affairs is available online at [www.ips-docs.com](http://www.ips-docs.com), including a schedule of the names and addresses of all known creditors. Please note that in accordance with Rule 3.35(4) of the Insolvency Rules 2016, names and addresses for employees and consumers who have paid deposits or in advance for the supply of goods and services will not be shown. In accordance with the standard format of the statement of affairs, no provision has been made for the costs of the administration (including agents', legal and other professionals' fees).

#### Directors' summary Statement of Affairs.

	WHHL		OFHL		OFRL		WRL	
£	Book value	Estimated to realise	Book value	Estimated to realise	Book value	Estimated to realise	Book value	Estimated to realise
<b>Assets subject to fixed charge</b>								
Leasehold Premiums					970,430		238,461	
Estimated surplus/(deficiency) to fixed charge holders	(43,044,167)	(43,044,167)	(43,044,167)	(43,044,167)	(42,073,736)	(43,044,167)	(42,805,706)	(43,044,167)
<b>Assets subject to floating charge</b>								
Investments	52,547,621	-	53,304,470	-	-	-	-	-
Intercompany	15,837,580	-	10,849,962	-	10,849,962	-	414,468	-
Bank	-	-	-	-	-	-	23,867	-
HMRC VAT	-	-	-	-	284,770	-	135,047	-
<b>Estimated total assets available for preferential creditors</b>	68,385,201	-	64,154,432	-	11,134,732	284,770	573,382	135,047
<b>Estimated deficiency / surplus to preferential creditors</b>						284,770		135,047
<b>Estimated prescribed part of net property available for floating charge holders</b>						284,770		(30,009)
<b>Debt secured by floating charges</b>	(43,044,167)		(43,044,167)		(43,044,167)		(43,044,167)	
<b>Estimated deficiency / surplus after floating charges</b>	(43,044,167)		(43,044,167)		(42,759,397)		(42,939,129)	
<b>Estimated prescribed part of net property available to unsecured creditors</b>	(43,044,167)		(43,044,167)		(42,759,397)		(42,909,120)	
<b>Unsecured non-preferential claims</b>	(17,167,609)		(13,011,235)		(2,115,124)		(1,769,647)	
<b>Estimated deficiency / surplus to creditors</b>	(60,211,776)		(56,055,402)		(44,874,571)		(44,678,767)	
<b>Called up share capital</b>	(33,160,408)		(54,458,423)		(3,006,291)		(266,524)	
<b>Estimated deficiency / surplus to members</b>	(93,372,184)		(110,505,825)		(47,880,862)		(44,945,291)	



## Appendices

### Appendix C

#### Receipts and payments account

##### Notes to the receipts and payments account

Receipts and payments accounts are provided opposite and on the following pages for the Companies, detailing the transactions since our appointment on 15 April 2020 and 13 May 2020.

##### Notes to receipts and payments accounts

*These notes apply to all of the following receipts and payments accounts.*

A - All funds were held in an interest bearing account. The associated corporation tax on interest received will be accounted for to HM Revenue & Customs.

B - Furlough funds have been received as part of the government CJRS scheme, these have been paid to the respective employees.

C - All sums shown opposite are shown net of VAT, which is recoverable and will be accounted for to HM Revenue & Customs in due course.

D - Invoices received are logged, recorded and posted to the cash book on an accruals basis, the balance noted represents invoices received and posted to the cash book but not yet paid from the bank accounts.

##### Rounding note

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

##### OWL

##### Joint Administrators' receipts and payments account 15 April 2020 to 10 June 2020

£	SoA values	Notes	To date
<b>Receipts</b>			
Bank Interest Gross		A	222
Furlough Funds		B	6,998
Debtors	41,446		13,041
Debtors - Other			6,426
Cash in Transit			1,360
Cash at Bank	1,939,367		1,966,271
Financial Instruments			480,000
Leasehold Property			71,980
<b>Total receipts</b>	<b>1,980,813</b>		<b>2,546,298</b>
<b>Payments</b>			
Wages and Holiday Pay		B	286,358
IT Costs			288
IT Costs - Central Systems			38,200
Expenses			420
Postage and Redirection			313
Distribution - Barclays			6,241
<b>Total payments</b>			<b>331,820</b>
<b>Balance</b>			<b>2,214,478</b>
<b>Made up of:</b>			
Balance held in IB account		A	2,252,692
VAT (Payable)/Receivable		C	7,640
Trade Creditors		D	(45,853)
<b>Balance in hand</b>			<b>2,214,478</b>



## Appendices

### Appendix C

#### Receipts and payments account

OFL

#### Joint Administrators' receipts and payments account 15 April 2020 to 10 June 2020

£	SoA values	Notes	To date
<b>Receipts</b>			
Bank Interest Gross		A	125
Furlough Funds		B	598,435
Intellectual Property			1,783,000
Debtors	1,246,931		673,881
Debtors - Other			3,834
Cash in Transit	544,000		383,090
Cash at Bank	1,813,216		1,962,456
Stock	3,364,290		1,047,000
Fixtures and Fittings	100,651		-
Computer Hardware	182,212		-
Till Floats	19,500		-
VAT Refunds	639,938		-
<b>Total receipts</b>	<b>7,910,738</b>		<b>6,451,822</b>
<b>Payments</b>			
Wages and Holiday Pay		B	878,293
IT Costs			8,954
IT Systems Costs			2,170
IT Stock			11,406
Credit Card Liabilities			31
Maintenance, Security, Cleaning			3,773
Other Costs			295
Ransom Costs			500
Charity Funds			1,338
HMRC Duty			172
Expenses			271
Storage			3,432
Bank Charges			15
<b>Total payments</b>			<b>910,650</b>
<b>Balance</b>			<b>5,541,172</b>
<b>Made up of:</b>			
Balance held in IB account		A	6,102,431
VAT (Payable)/Receivable		C	(559,953)
Trade Creditors		D	(1,306)
<b>Balance in hand</b>			<b>5,541,172</b>

WFL

#### Joint Administrators' receipts and payments account 15 April 2020 to 10 June 2020

£	SoA values	Notes	To date
<b>Receipts</b>			
Bank Interest Gross		A	62
Furlough Funds		B	332,224
Intellectual Property			2,647,000
Debtors	1,125,844		713,997
Debtors - Other			1,717
Cash in Transit	397,000		539,533
Cash at Bank	994,088		1,064,870
Stock	2,200,562		630,000
Fixtures and Fittings	29,463		-
Computer Hardware	130,661		-
Till Floats	8,000		-
VAT Refunds	261,787		-
<b>Total receipts</b>	<b>4,717,494</b>		<b>5,929,403</b>
<b>Payments</b>			
Wages and Holiday Pay		B	537,948
IT Costs			8,954
IT Stock			6,844
Credit Card Liabilities			118
Maintenance, Security, Cleaning			921
Other Costs			288
Ransom Costs			500
Charity Funds			1,938
HMRC Duty			133
Expenses			132
Bank Charges			0
<b>Total payments</b>			<b>557,777</b>
<b>Balance</b>			<b>5,371,627</b>
<b>Made up of:</b>			
Balance held in IB account		A	6,023,570
VAT (Payable)/Receivable		C	(651,556)
Trade Creditors		D	(387)
<b>Balance in hand</b>			<b>5,371,627</b>



## Appendices

### Appendix C

#### Receipts and payments account

BFL Joint Administrators' receipts and payments account 15 April 2020 to 10 June 2020			
£	SoA values	Notes	To date
<b>Receipts</b>			
Intellectual Property			20,000
Debtors	18,789		22,653
Cash at Bank	23,867		23,997
Bank Interest Gross		A	1
<b>Total receipts</b>	<b>42,656</b>		<b>66,651</b>
<b>Payments</b>			
<b>Total payments</b>			-
<b>Balance</b>			
			<b>66,651</b>
<b>Made up of:</b>			
Balance held in IB account		A	70,651
VAT (Payable)/Receivable		C	(4,000)
<b>Balance in hand</b>			<b>66,651</b>

TIML Joint Administrators' receipts and payments account 15 April 2020 to 10 June 2020			
£	SoA values	Notes	To date
<b>Receipts</b>			
Intellectual Property			100,000
Cash in Transit	26,135		21,657
Cash at Bank			31,734
Stock	81,232		23,000
Bank Interest Gross		A	0
Fixtures and Fittings	13		-
Computer Hardware	20		-
VAT Refunds	15,751		-
<b>Total receipts</b>	<b>123,151</b>		<b>176,392</b>
<b>Payments</b>			
Wages and Holiday Pay			51,307
<b>Total payments</b>			<b>51,307</b>
<b>Balance</b>			
			<b>125,085</b>
<b>Made up of:</b>			
Balance held in IB account		A	150,085
VAT (Payable)/Receivable		C	(25,000)
<b>Balance in hand</b>			<b>125,085</b>



## Appendices

### Appendix C

#### Receipts and payments account

##### OFRL

##### Joint Administrators' receipts and payments account 13 May 2020 to 10 June 2020

	£	SoA	values	Notes	To date
<b>Receipts</b>					
VAT Refunds		135,047			-
<b>Total receipts</b>		135,047			-
<b>Payments</b>					
<b>Total payments</b>					-
<b>Balance</b>					-

##### WRL

##### Joint Administrators' receipts and payments account 13 May 2020 to 10 June 2020

	£	SoA	values	Notes	To date
<b>Receipts</b>					
VAT Refunds		135,047			-
<b>Total receipts</b>		135,047			-
<b>Payments</b>					
<b>Total payments</b>					-
<b>Balance</b>					-

##### WFHL

##### Joint Administrators' receipts and payments account 13 May 2020 to 10 June 2020

	£	SoA	values	Notes	To date
<b>Receipts</b>					
<b>Total receipts</b>					-
<b>Payments</b>					
<b>Total payments</b>					-
<b>Balance</b>					-

##### OFHL

##### Joint Administrators' receipts and payments account 13 May 2020 to 10 June 2020

	£	SoA	values	Notes	To date
<b>Receipts</b>					
<b>Total receipts</b>					-
<b>Payments</b>					
<b>Total payments</b>					-
<b>Balance</b>					-





## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate

Our Fees Estimates detailing the work that we anticipate will need to be undertaken on these cases for the duration of the appointments together with estimates of the likely cost and amount of time that each part of that work will take to complete, is provided on the next page.

The work anticipated to be undertaken has been categorised by activity which we hope is self explanatory. Please also refer to our Post Appointment Strategy from page 13 where we have talked in more detail about specific tasks on these cases.

We have also separately identified and grouped those work activities that are primarily administrative in nature (including tasks required for statutory, regulatory or compliance purposes) from activities which can be seen to directly add value to the case, such as asset realisation or dealing with claims.

#### Time costs incurred to date

As indicated at page 24 above, we intend to invite the Secured and preferential creditors of OWL, OFL, WFL and TIML and the Secured Creditor alone for the remaining entities to fix our fees on a time costs basis. Analysis showing our time costs to 8 June 2020 and the average hourly charge for each category of work undertaken is also provided in the Fees Estimate on the next page.

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

Time is charged in six minute increments



## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate - OWL

Activity		Anticipated Time and Costs for Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	102.0	610	62,220	73.2	561	41,035
	Case supervision	51.6	582	30,042	39.3	655	25,726
	Case reviews	8.4	498	4,179	-	-	-
	Case closure matters	8.5	538	4,570	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	568	5,448	3.9	576	2,247
	Insurance	11.5	618	7,113	0.3	610	183
	General reporting	53.5	562	30,073	2.5	360	900
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	4.8	841	4,038	3.4	1,035	3,518
	Securing assets	3.6	719	2,589	2.1	995	2,090
	Notifications	21.4	559	11,974	14.6	718	10,487
Investigations	CDDA reporting	18.0	532	9,576	8.0	360	2,880
	Investigations	63.5	545	34,595	46.5	632	29,368
Total of above categories		358.8	579	207,777	193.8	611	118,432
Taxation	Tax	43.7	663	28,983	19.4	734	14,251
	VAT	48.5	415	20,155	8.7	666	5,784
Asset realisations	Book debts	5.0	676	3,380	0.8	995	796
	Other assets	22.0	693	15,235	10.8	756	8,170
	Property	75.0	686	51,450	54.1	675	36,479
	Retention of title	5.0	995	4,975	2.6	775	2,015
	Sale of business	11.0	1,024	11,260	10.9	1,007	10,981
Trading	Day 1 control of trading	8.1	840	6,806	3.1	840	6,806
	Ongoing trading	39.5	627	24,759	39.5	625	24,662
	Monitoring trading	27.8	842	23,410	27.8	842	23,400
Employees	Consultation	8.0	580	4,640	-	-	-
	Correspondence	160.0	499	79,800	108.1	644	69,608
	Pensions	0.5	480	240	-	-	-
Correspondence	Creditors	57.1	704	40,171	28.2	627	17,687
	Shareholders	0.1	480	48	-	-	-
	Press & media queries	0.6	863	544	0.1	995	100
Distributions	Secured creditors	6.7	754	5,053	-	-	-
	Preferential creditors	78.0	384	29,925	-	-	-
Total fees estimate		955.5	585	558,609	512.7	662	339,169
Distribution*		53.0	383	20,325	-	-	-

Please note that we do not anticipate to recover our time costs in full.

## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.



#### Joint Administrators' Fees Estimate - OFL

Activity		Anticipated Time and Costs per Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	153.0	610	93,330	113.2	506	57,207
	Case supervision	82.8	610	50,487	82.2	485	39,901
	Case reviews	8.4	498	4,179	-	-	-
	Case closure matters	8.5	538	4,570	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	568	5,448	2.2	415	912
	Insurance	11.5	618	7,113	0.3	610	183
	General reporting	53.5	562	30,073	4.0	360	1,440
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	2.0	841	1,683	0.9	1,020	918
	Securing assets	3.6	719	2,589	2.5	986	2,466
	Notifications	18.2	556	10,083	14.9	659	9,826
Investigations	CDDA reporting	18.0	532	9,575	6.0	360	2,160
	Investigations	153.5	541	83,105	125.2	545	68,221
Total of above categories		525.0	578	303,596	351.4	522	183,232
Taxation	Tax	105.9	668	70,769	58.9	744	51,267
	VAT	97.5	426	41,560	28.9	734	21,226
Asset realisations	Book debts	148.0	631	93,360	56.0	741	41,473
	Other assets	57.0	680	38,785	37.2	790	29,400
	Property	150.0	738	110,625	139.8	665	92,952
	Retention of title	60.0	622	37,300	33.9	775	26,273
Trading	Sale of business	160.0	816	130,500	158.4	786	124,478
	Day 1 control of trading	3.5	995	3,483	3.4	909	3,045
	Ongoing trading	193.0	631	121,855	189.8	545	103,356
Employees	Monitoring trading	60.0	738	44,300	48.7	842	40,950
	Consultation	8.0	580	4,640	-	-	-
	Correspondence	350.0	499	174,500	247.6	577	142,807
Correspondence	Pensions	0.5	480	240	-	-	-
	Creditors	408.5	447	182,737	110.5	547	60,428
	Shareholders	0.1	480	48	-	-	-
	Customers	55.0	530	29,175	-	-	-
Distributions	Press & media queries	1.6	863	1,360	-	-	-
	Secured creditors	6.7	754	5,053	-	-	-
	Preferential creditors	193.0	391	75,525	12.8	480	6,144
Total fees estimate		2,583.2	569	1,469,408	1,487.0	623	927,028
Distribution*		273.0	365	99,525	-	-	-

Please note that we do not anticipate to recover our time costs in full.

## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.



#### Joint Administrators' Fees Estimate - WFL

Activity		Anticipated Time and Costs for Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	122.4	611	74,664	85.8	533	45,695
	Case supervision	85.2	611	52,098	84.0	495	41,621
	Case reviews	8.4	496	4,179	-	-	-
	Case closure matters	8.5	538	4,570	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	568	5,448	4.7	391	1,836
	Insurance	11.5	618	7,113	0.3	610	183
	General reporting	53.5	562	30,073	3.2	360	1,152
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	0.8	841	673	0.4	995	398
	Securing assets	3.6	719	2,589	2.4	995	2,388
	Notifications	18.4	558	10,235	12.6	723	9,115
Investigations	CDDA reporting	18.0	532	9,575	6.0	360	2,160
	Investigations	53.5	546	29,205	39.7	636	25,233
Total of above categories		395.8	586	231,783	239.0	543	129,779
Taxation	Tax	105.9	668	70,769	16.6	761	12,612
	VAT	97.5	426	41,560	22.4	671	14,999
Asset realisations	Book debts	85.0	769	65,325	52.6	739	38,860
	Other assets	62.0	737	45,685	36.2	783	28,360
	Property	150.0	738	110,625	133.5	655	87,467
	Retention of title	70.0	747	52,300	40.2	775	31,155
	Sale of business	90.0	932	83,850	85.9	926	79,530
Trading	Day 1 control of trading	3.5	995	3,483	3.5	945	3,260
	Ongoing trading	188.0	651	122,380	178.1	555	98,828
Employees	Monitoring trading	60.0	738	44,300	48.7	842	40,950
	Consultation	8.0	580	4,640	-	-	-
	Correspondence	305.0	558	170,125	199.6	603	120,401
Correspondence	Pensions	0.5	480	240	-	-	-
	Creditors	408.5	441	182,737	101.2	569	57,553
	Shareholders	0.1	480	48	-	-	-
	Customers	27.5	531	14,588	-	-	-
Distributions	Press & media queries	1.6	865	1,360	-	-	-
	Secured creditors	6.7	751	5,053	-	-	-
Total fees estimate	Preferential creditors	193.0	391	75,525	14.5	395	5,706
Total fees estimate		2,258.5	587	1,326,374	1,171.7	640	749,459
Distribution*		273.0	365	99,525	-	-	-

Please note that we do not anticipate to recover our time costs in full.

## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.



#### Joint Administrators' Fees Estimate - TIML

Activity		Anticipated Time and Costs for Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	24.0	61	14,640	17.7	578	10,227
	Case supervision	14.3	40	5,789	2.0	467	935
	Case reviews	3.8	51	1,936	-	-	-
	Case closure matters	6.8	53	3,656	-	-	-
Statutory & compliance	Compliance & IPS diary	7.7	56	4,358	1.9	436	828
	Insurance	9.2	61	5,690	0.3	610	183
	General reporting	21.4	56	12,029	1.8	360	648
	Regulatory & other legislation	1.9	56	1,090	-	-	-
Initial actions	Appointment matters	0.5	84	453	0.4	995	398
	Securing assets	1.8	71	1,295	1.1	995	1,095
	Notifications	14.6	71	10,435	14.1	726	10,236
Investigations	CDDA reporting	14.4	53	7,660	8.0	360	2,880
	Investigations	18.5	55	10,340	5.0	995	4,975
Total of above categories		138.9	57	79,371	52.3	620	32,404
Taxation	Tax	13.0	63	8,281	3.5	773	2,707
	VAT	17.2	53	9,227	3.9	680	2,666
Asset realisations	Book debts	1.0	48	480	0.3	995	299
	Other assets	12.0	69	8,310	4.2	782	3,284
	Property	1.0	99	995	0.4	1,027	360
	Retention of title	30.0	57	17,350	20.0	775	15,500
	Sale of business	22.0	73	16,070	17.4	901	15,679
Trading	Day 1 control of trading	1.6	99	1,592	1.6	995	1,592
	Ongoing trading	13.2	57	7,635	13.2	578	7,627
Employees	Monitoring trading	7.0	83	5,865	7.0	842	5,850
	Correspondence	12.0	48	5,760	5.2	698	3,629
	Pensions	0.4	48	192	-	-	-
Correspondence	Creditors	37.7	47	18,004	15.5	530	8,217
	Shareholders	0.1	48	48	-	-	-
	Press & media queries	0.6	86	544	0.2	995	199
Distributions	Secured creditors	4.8	68	3,296	-	-	-
Total fees estimate		312.6	58	183,020	144.9	691	100,102
Distribution*	Prescribed Part	-	-	-	-	-	-

Please note that we do not anticipate to recover our time costs in full.

## Appendices

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#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate - BFL

Activity		Anticipated Time and Costs per Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	21.0	610	12,810	15.9	521	8,281
	Case supervision	9.3	398	3,683	3.0	658	1,975
	Case reviews	3.8	512	1,936	-	-	-
	Case closure matters	6.8	538	3,656	-	-	-
Statutory & compliance	Compliance & IPS diary	7.7	568	4,358	3.9	394	1,536
	Insurance	4.6	618	2,845	0.3	610	183
	General reporting	10.7	562	6,015	2.2	360	792
	Regulatory & other legislation	1.9	568	1,090	-	-	-
Initial actions	Appointment matters	0.5	843	453	0.4	995	398
	Securing assets	1.1	719	777	0.7	995	697
	Notifications	8.0	785	6,282	7.5	782	5,866
Investigations	CDDA reporting	14.4	532	7,660	8.0	360	2,880
	Investigations	6.8	582	3,960	-	-	-
Total of above categories		96.6	575	55,524	41.9	540	22,607
Taxation	Tax	8.0	415	3,306	3.8	757	2,861
	VAT	8.7	550	4,793	3.4	716	2,457
Asset realisations	Book debts	1.0	995	995	0.2	995	199
	Other assets	4.0	693	2,770	3.0	804	2,413
	Property	1.0	995	995	0.3	995	299
	Sale of business	5.0	969	4,845	4.6	1,005	4,622
Trading	Day 1 control of trading	0.5	995	498	0.5	995	498
	Ongoing trading	2.8	1,003	2,809	2.8	995	2,786
	Monitoring trading	7.0	836	5,854	7.0	842	5,850
Employees	Correspondence	2.0	610	1,220	0.8	995	796
	Creditors	4.0	563	2,253	1.8	709	1,276
Correspondence	Shareholders	0.1	480	48	-	-	-
	Press & media queries	0.6	863	544	0.1	995	100
Distributions	Secured creditors	4.8	681	3,296	-	-	-
Total fees estimate		146.1	614	89,749	70.2	667	46,762
Distribution*	Prescribed Part	-	-	-	-	-	-

Please note that we do not anticipate to recover our time costs in full.

## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate - WFHL

Activity		Anticipated Time and Costs		Fees Estimate	Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	6.0	610	3,660	0.9	494	445
	Case supervision	9.3	398	3,683	-	-	-
	Case reviews	3.8	512	1,936	-	-	-
	Case closure matters	6.8	538	3,656	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	568	5,448	-	-	-
	Insurance	4.6	618	2,845	-	-	-
	General reporting	10.7	562	6,015	-	-	-
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	3.5	851	2,978	-	-	-
	Securing assets	1.1	719	777	-	-	-
	Notifications	5.7	542	3,074	3.3	880	2,903
Investigations	CDDA reporting	14.5	573	8,315	-	-	-
	Investigations	8.5	582	4,950	-	-	-
Total of above categories		86.4	564	48,697	4.2	797	3,348
Taxation	Tax	8.0	415	3,306	-	-	-
	VAT	8.7	550	4,793	-	-	-
Asset realisations	Other assets	4.0	693	2,770	-	-	-
	Correspondence	2.0	480	960	-	-	-
	Pensions	0.5	480	240	-	-	-
Correspondence	Creditors	10.2	620	6,324	-	-	-
	Shareholders	0.1	480	48	-	-	-
Distributions	Secured creditors	5.3	697	3,695	-	-	-
Total fees estimate		125.2	566	70,833	4.2	797	3,348

Please note that we do not anticipate to recover our time costs in full.

## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate - WRL

Activity		Anticipated Time and Costs for Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	6.0	610	3,660	0.9	480	432
	Case supervision	9.3	398	3,683	-	-	-
	Case reviews	7.6	495	3,745	-	-	-
	Case closure matters	6.8	538	3,656	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	568	5,448	-	-	-
	Insurance	11.5	618	7,113	-	-	-
	General reporting	10.7	562	6,015	-	-	-
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	3.5	851	2,978	-	-	-
	Securing assets	1.1	719	777	-	-	-
	Notifications	7.0	585	4,081	3.9	897	3,500
Investigations	CDDA reporting	14.5	573	8,315	-	-	-
	Investigations	8.5	582	4,950	-	-	-
Total of above categories		98.4	567	55,781	4.8	819	3,932
Taxation	Tax	8.0	415	3,306	-	-	-
	VAT	8.7	550	4,793	-	-	-
Asset realisations	Other assets	2.0	693	1,385	-	-	-
	Property	152.0	708	107,660	117.0	478	55,978
Employees	Correspondence	2.0	480	960	-	-	-
	Pensions	0.5	480	240	-	-	-
Correspondence	Creditors	24.1	557	13,416	-	-	-
	Shareholders	0.1	480	48	-	-	-
Distributions	Secured creditors	6.8	734	4,990	-	-	-
Total fees estimate		302.6	637	192,579	121.8	492	59,909

Please note that we do not anticipate to recover our time costs in full.



## Appendices

### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate - ORL

Activity		Anticipated Time and Costs per Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	6.0	610	3,660	1.1	515	567
	Case supervision	9.3	398	3,683	-	-	-
	Case reviews	7.8	495	3,745	-	-	-
	Case closure matters	6.8	538	3,656	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	568	5,448	-	-	-
	Insurance	11.5	618	7,113	-	-	-
	General reporting	10.7	562	6,015	-	-	-
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	3.5	851	2,978	-	-	-
	Securing assets	1.1	719	777	-	-	-
	Notifications	7.0	585	4,081	3.9	697	3,500
Investigations	CDDA reporting	14.5	573	8,315	-	-	-
	Investigations	8.5	582	4,950	-	-	-
Total of above categories		98.4	567	55,781	5.0	813	4,067
Taxation	Tax	6.0	415	3,306	-	-	-
	VAT	8.7	550	4,793	-	-	-
Asset realisations	Other assets	2.0	693	1,385	-	-	-
	Property	152.0	708	107,660	108.0	516	55,690
Employees	Correspondence	2.0	480	960	-	-	-
	Pensions	0.5	480	240	-	-	-
Correspondence	Creditors	24.1	557	13,416	-	-	-
	Shareholders	0.1	480	48	-	-	-
Distributions	Secured creditors	6.8	734	4,990	-	-	-
Total fees estimate		302.6	637	192,579	113.0	629	59,767

Please note that we do not anticipate to recover our time costs in full.

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### Appendix D

#### Fees Estimate

For purposes of the Fees Estimate, the average rate per hour shown for each work activity is based on a blended rate calculated as a factor of the estimated time that each grade of staff will spend on that activity and their specific charge - out rate.

#### Time Costs to date

These are shown as the average rate per hour for each activity based on the actual time spent by each grade of staff at their specific charge - out rate.

#### Joint Administrators' Fees Estimate - OFHL

Activity		Anticipated Time and Costs for Fees Estimate			Actual Time and Costs for Report Period		
		Anticipated hours	Avg Rate £/h	Anticipated fees (£)	Hours incurred in period	Avg Rate £/h	Time costs incurred in period (£)
Administrative activities	Cashiering	6.0	610	3,660	0.8	480	384
	Case supervision	9.3	363	3,383	-	-	-
	Case reviews	3.8	512	1,936	-	-	-
	Case closure matters	6.8	523	3,556	-	-	-
Statutory & compliance	Compliance & IPS diary	9.6	563	5,448	-	-	-
	Insurance	4.6	613	2,845	-	-	-
	General reporting	10.7	562	6,015	-	-	-
	Regulatory & other legislation	2.4	568	1,362	-	-	-
Initial actions	Appointment matters	3.5	851	2,978	-	-	-
	Securing assets	1.1	719	777	-	-	-
	Notifications	5.7	542	3,074	3.4	864	2,939
Investigations	CDDA reporting	14.5	573	8,315	-	-	-
	Investigations	8.5	582	4,950	-	-	-
Total of above categories		86.4	564	48,697	4.2	791	3,323
Taxation	Tax	8.0	415	3,306	-	-	-
	VAT	8.7	550	4,793	-	-	-
Asset realisations	Other assets	4.0	693	2,770	-	-	-
Employees	Correspondence	2.0	480	960	-	-	-
	Pensions	0.5	480	240	-	-	-
Correspondence	Creditors	10.2	620	6,324	-	-	-
	Shareholders	0.1	480	48	-	-	-
Distributions	Secured creditors	5.3	697	3,695	-	-	-
Total fees estimate		125.2	566	70,833	4.2	791	3,323
Distribution*	Prescribed Part	-	-	-	-	-	-

Please note that we do not anticipate to recover our time costs in full.

## Appendices

### Appendix D

#### Disbursements

##### Disbursements

These are costs and expenses initially paid by us and for which we will seek reimbursement as and when funds permit.

We estimate that the following disbursements are likely to be incurred in relation to the administrations.

##### Category 1 disbursements

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

Our estimate of Category 1 disbursements is given below, all figures are shown excluding VAT.

##### Category 1 disbursements

Company	Travel	Accommodation	Telephone	Postage/ Couriers	Specific Penalty Bond	Subsistence	Total estimated disbursements	Incurred in report period	Paid	Unpaid
OWL	100	100	50	50	230	100	630	230	-	230
OFL	100	200	100	100	230	100	830	230	-	230
WFL	100	200	100	100	230	100	830	230	-	230
TIML	-	-	-	20	230	40	290	230	-	230
BFL	-	-	-	20	230	40	290	230	-	230
WRL	-	-	-	50	10	40	100	10	-	10
WFHL	-	-	-	20	10	40	70	10	-	10
OFHL	-	-	-	20	10	40	70	10	-	10
ORL	-	-	-	50	10	40	100	10	-	10
<b>Total</b>	<b>300</b>	<b>500</b>	<b>250</b>	<b>430</b>	<b>1,190</b>	<b>540</b>	<b>3,210</b>	<b>1,190</b>	<b>-</b>	<b>1,190</b>

##### Category 2 disbursements

Company Name	Mileage	Total estimated disbursements	Paid	Unpaid
OWL	100	100	-	100
OFL	100	100	-	100
WFL	100	100	-	100
TIML	-	-	-	-
BFL	-	-	-	-
WRL	-	-	-	-
WFHL	-	-	-	-
OFHL	-	-	-	-
ORL	-	-	-	-
<b>Total</b>	<b>300</b>	<b>300</b>	<b>-</b>	<b>300</b>

##### Category 2 disbursements

These are costs and expenses which are not generally made to a third party, for example, reimbursement to staff engaged on the case for their mileage costs. These may also include shared or allocated costs. Specific approval is required before these costs and expenses can be drawn from the administration estates.

Our estimate of Category 2 disbursements is given below, all figures are shown exclusive of VAT.

Mileage is calculated by reference to the mileage properly incurred by the Joint Administrators and their staff, at the prevailing standard mileage rate used by Deloitte at the time when the mileage is incurred (currently up to 45p per mile).



## Appendices

### Appendix E

#### Joint Administrators' Proposals

##### Joint Administrators' Proposals

Our Proposals will be deemed approved on 23 June 2020 unless a creditors' decision procedure is requisitioned in accordance with Rules 15.18 and 15.19 of the Rules 2016.

We will still need to obtain specific approval for the resolutions given below from the secured and preferential creditors:

1. Approval that the basis of the Joint Administrators' remuneration shall be fixed by reference to the time properly given by the Joint Administrators and their staff in attending to matters arising in the administration, plus VAT.
2. Approval that the Joint Administrators' category 1 disbursements and expenses and category 2 disbursements in respect of mileage (as detailed at Appendix D be approved and the Joint Administrators be authorised to draw both category 1 and category 2 expenses, (plus VAT where applicable) from the administration estate.
3. Approval that the Joint Administrators be discharged from liability per paragraph 98 of Schedule B1 of the Act immediately upon the registration of the Joint Administrators' final progress report by the Registrar of Companies.

A creditors' committee will not be formed unless we are requested to hold a decision procedure for purposes of forming a creditor's committee; please refer to page 1 of the Proposals for details of the procedure in this regard.

***Please note that if you wish to form a creditors' committee, you will also be expected to confirm your willingness to serve or be represented on the creditors' committee, including dealing with any business placed before the creditors' committee throughout the period of the administration and in any follow on liquidation should a creditors' committee be formed.***



## Appendices

### Important notice

#### Important Notice

This document has been prepared by the Joint Administrators solely to comply with their statutory duty under paragraph 49 of Schedule B1 of the Act to lay before creditors a statement of their Proposals for achieving the purpose of the administration, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

This document has not been prepared in contemplation of it being used, and is not suitable to be used, to inform any investment decision in relation to the debt of or any financial interest in the Company.

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

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The Joint Administrators act as agents of the Company and contract without personal liability. The appointments of the Joint Administrators are personal to them and, to the fullest extent permitted by law, Deloitte LLP does not assume any responsibility and will not accept any liability to any person in respect of this document or the conduct of the administration.

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