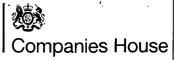
In accordance with Rule 3.35 of the Insolvency (England & Wales) Rules 2016 & Paragraph 49(4) of Schedule B1 to the Insolvency Act 1986

## AM03

### Notice of administrator's proposals





•		29/07/2020 #174 COMPANIES HOUSE
1	Company details	
Company number	0 7 9 6 2 4 7 2	→ Filling in this form Please complete in typescript or in
Company name in full	Xercise4less (Doncaster) Limited	bold black capitals.
		.
2	Administrator's name	
Full forename(s)	Toby Scott	_
Surname	Underwood	
3	Administrator's address	
Building name/number	Central Square	
Street .	29 Wellington Street	
	- 1	_
Post town	Leeds	
County/Region		_
Postcode	LS 1 4 D L	_
Country		
4	Administrator's name o	:
Full forename(s)	Robert Nicholas	Other administrator Use this section to tell us about
Surname	Lewis	another administrator.
5	Administrator's address o	
Building name/number		Other administrator Use this section to tell us about
Street	7 Moore London Riverside	another administrator.
Post town	,	_
County/Region		-
Postcode	SE12RT	
Country		_

## AM03 Notice of Administrator's Proposals

6	Statement of proposals		• • • • • • • • • • • • • • • • • • • •	
	I attach a copy of the statement of proposals			
7	Sign and date	•		
Administrator's Signature	Signature.	×		•
Signature date	$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$			

#### **AM03**

#### Notice of Administrator's Proposals

# You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record. Contact name Adam Thompson Company name PricewaterhouseCooper LLP Address Central Square 29 Wellington Street Post town County/Region Postcode L S 1 4 D L Country

#### ✓ Checklist

Telephone

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

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

#### Important information

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

#### Where to send

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

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

#### 7 Further information

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

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

Wright Leisure Manco Limited
Wright Leisure Midco Limited
Wright Leisure Midco Limited
Wright Leisure Limited
Xercise Health And Fitness Club Limited
Xercise4Less (Wakefield) Limited
Xercise4Less (Leeds) Ltd
Xercise4Less (Wigan) Ltd
Xercise4Less (Doncaster) Limited
Xercise4Less (Hull) Limited
Xercise4Less (Bolton) Limited
Xercise4Less (Nottingham) Limited

#### - all in administration

Joint administrators' proposals for achieving the purpose of administration IR16M568 28 July 2020

Anticipated to be delivered on 30 July 2020

#### 28 July 2020

In accordance with paragraph 49 of Schedule B1 of the Insolvency Act 1933 and rule 3.35 of the Insolvency (England and Wates) Rules 2016



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## Abbreviations and definitions

The following table shows the abbreviations and insolvency terms that may be used in this report:

Abbreviation or definition	Meaning
Administrators/we/us/our	Robert Lewis and Toby Scott Underwood
AMA	Accelerated merger and acquisition process
BEIS	Department for Business, Energy & Industrial Strategy
BGF	BGF Capital Nominees Limited, a secured creditor
	Wright Leisure Topco Limited ("Topco")
	Wright Leisure Manco Limited ("Manco")
	Wright Leisure Midco Limited ("Midco")
	Wright Leisure Limited ("Opco")
	Xercise Health And Fitness Club L'imited
, .	Xercise4Less (Wakefield) Limited ("Wakefield")
	Xercise4Less (Leeds) Ltd
	Xercise4Less (Wigan) Ltd
	Xercise4Less (Doncaster) Limited
	Xercise4Less (Hull) Limited
	Xercise4Less (Bolton) Limited
•	Xercise4Less Newcastle under Lyme Limited
Companies	Xercise4Less (Nottingham) Limited
CVA .	Company voluntary arrangement under Part 1 IA86
CVL	Creditors' voluntary liquidation
Excluded Entities	Wright Leisure Topco Limited, Wright Leisure Manco Limited, Wright Leisure Midco Limited, and Xercise4Less (Wakefield) Limited. These entities were no included in the pre-packaged sale transaction.
HMRC	HM Revenue and Customs
A86	Insolvency Act 1986
R16	Insolvency (England and Wales) Rules 2016
JD ,	JD Sports Gyms Limited, a secured creditor
Preferential creditors	Primarily employee claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances
	The amount set aside for unsecured creditors from floating charge funds in accordance with section 176A IA86 and the Insolvency Act 1986 (Prescribed
Prescribed part	Part) Order 2003
Proventus	Proventus Capital Partners iiib, a former secured creditor
Purchaser	Helium Miracle 307 Limited (a subsidiary of JD Sports Gyms Limited)
PwC	PricewaterhouseCoopers LLP
	Redundancy Payments Service, part of the Insolvency Service, which is an executive agency sponsored by BEIS, and which authorises and pays the statutory claims of employees of insolvent companies under the Employment
RPS	Rights Act 1996
RPS Sch B1 IA86	Rights Act 1996  Schedule B1 to the Insolvency Act 1986

Secured creditor	A creditor with security in respect of their debt, in accordance with section 248 IA86
Secured Creditors	JD and BGF
SIP	Statement of Insolvency Practice. SIPs are issued to insolvency practitioners under procedures agreed between the insolvency regulatory authorities. SIPs set out principles and key compliance standards with which insolvency practitioners are required to comply
SIP 13	Statement of Insolvency Practice 13: Disposal of assets to connected parties in an insolvency process
SIP 16	Statement of Insolvency Practice 16: Pre-packaged sales in administrations
SIP 9	Statement of Insolvency Practice 9: Payments to insolvency office holders and their associates
SPA	The agreement for the sale and purchase of the business and assets of the Transaction Entities to the Purchaser dated X July 2020
Transaction Entities	Wright Leisure Limited, Xercise Health And Fitness Club Limited, Xercise4Less (Leeds) Ltd, Xercise4Less (Wigan) Ltd, Xercise4Less (Doncaster) Limited, Xercise4Less (Hull) Limited, Xercise4Less (Bolton) Limited, Xercise4Less Newcastle under Lyme Limited and Xercise4Less (Nottingham) Limited. These entities were all included in the pre-packaged sale transaction.
TUPE : .	Transfer of Undertakings (Protection of Employment) Regulations 2006
Unsecured Creditors	Creditors who are neither secured nor preferential
X4L Group, Group	Wright Leisure Topco Limited and its subsidiaries (see group structure)

This report has been prepared by Toby Scott Underwood and Robert Nicholas Lewis as Joint Administrators of the Companies, solely to comply with the Joint Administrators' statutory duty to report to creditors under IR16 on 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 report has not been prepared in contemplation of it being used, and it is not suitable to be used, to inform any investment decision in relation to the debt of or any financial investment in the Companies.

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

Any persons choosing to rely on this report for any purpose or in any context other than under IR16 do so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any liability in respect of this report to any such person. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.

Toby Scott Underwood and Robert Nicholas Lewis`have been appointed as Joint Administrators of the Companies to manage their affairs, business and property as agents and act without personal liability. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The Joint Administrators are bound by the Insolvency Code of Ethics which can be found at:

https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics

The Joint Administrators may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the Joint Administrators. Personal data will be kept secure and processed only for matters relating to the Joint Administrators' appointment. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the Joint Administrators. PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.

## Why we've prepared this document

On 22 July 2020 the Companies went into administration and Rob Lewis and I were appointed as joint administrators on the same day.

We tell you in this document why the Companies were put into administration. We give you a brief history and set out our proposals for achieving the purpose of each administration. We include details of the Companies' assets and liabilities, and say how likely we are to be able to pay each class of creditor.

According to IA86, the purpose of an administration is to achieve one of these objectives:

- (a) rescuing the companies as a going concern, or if that is not possible or if (b) would achieve a better result for the creditors than (a)
- (b) achieving a better result for the companies' creditors as a whole than would be likely if the companies were wound up (without first being in administration), or finally, if that is not possible
- (c) realising the companies' assets to pay a dividend to secured or preferential creditors.

In this case, the joint administrators are pursuing objective (b) for the Transaction Entities, ie. the entities that were included in the pre packaged sale transaction, as it was not possible to rescue these companies as a going concern:

The joint administrators are pursuing objective (b) for Manco and Wakefield as it is more efficient and less costly for Secured Creditors to place these entities into administration at the same time as rest of the Group, and the joint administrators are pursuing objective (c) for Topco and Midco as there is likely to be a realisation for the Secured Creditors from these entities due to their intercompany debt due from Opco.

Our job is to manage the Companies until creditors agree our proposals for achieving the purpose of administration and we've implemented them so far as possible. After that the administrations will end and this may happen at different times for different companies.

The whole of this document and its appendices form our statement of proposals for achieving the purpose of administration

We're not seeking a decision from the creditors to approve our proposals because we think the Companies do not have enough assets to pay a dividend to unsecured creditors other than (in certain of the Companies) from the prescribed part.

So, our proposals will be treated as approved unless enough creditors ask us to seek a decision to approve them. This would happen if at least 10% in value of the total creditors ask us to do so (in line with rule 15.18 IR16) within eight business days of the date we deliver the proposals to you.

If you've got any questions, please get in touch by emailing us at uk\_x4lgroup\_creditors@pwc.com

Signed:

Toby Underwood

Joint administrator of the Companies

## At a glance

#### Pre-pack sale of substantially all of the business and assets

Following our appointment as joint administrators of the Companies on 22 July 2020, we completed the immediate sale of substantially all of the Companies' business and assets to the Purchaser.

The sale resulted in all employees transferring to the Purchaser (with the associated reduction in preferential and unsecured claims), along with a licence to occupy being granted for 50 of the Companies' leasehold premises. The majority of the gyms are expected to re-open in accordance with government advice. Further information on the sale is included later in this document.

Additional realisations are expected from assets that were excluded from the sale, including cash at bank, business rates refunds and some book debts.

#### Estimated outcome for creditors

#### Secured creditor

The Secured Creditors' lending to the Companies as at the date of administration was approximately c.£43m (c.£40m originally due to Proventus and £3m due to BGF (via a waterfall agreement with Proventus)) and is secured by debentures dated 30 April 2019 (Proventus) and 30 October 2019 (Proventus and BGF). As part of the sale transaction, the Proventus debt was purchased by JD and JD are now a secured creditor in their place. We don't expect that the Secured Creditors will be repaid in full.

#### Preferential creditors

All of the Companies' employees were previously employed by Opco and have been transferred to the Purchaser under TUPE. We are not anticipating any employee related preferential claims in Opco or the other Companies.

#### **Unsecured creditors**

We expect to pay dividends to unsecured creditors of Opco, Topco and Midco, via prescribed part funds only. In the table below we set out our current expectations on the dividend prospects to unsecured creditors of these companies. Unfortunately we do not expect there will be a dividend to unsecured creditors (from the prescribed part or otherwise) in the other Companies.

Company	Estimated value of net property	Estimated prescribed part	Expected % dividend	.^ Timing
	£k	£k .	•	
		·	,	
Opco	7,790	600	1.05	9-12 months
Midco	269	57	nil*	N/A
Торсо	90	23	0.13	9-12 months

<sup>\*</sup> We understand that there are no unsecured creditors in Midco to receive a dividend.

# Brief history of the Company and why it is in administration

#### Background

The Group was a leading nationwide operator of 51 value gyms, providing services to its members at sites throughout England, Wales and Scotland. The Group employed over 400 people and its Head Office was based in Leeds. The Group had over 300,000 members across its various gyms.

The Group was originally founded by Jonathan Wright as a single unit in Castleford, West Yorkshire. Wright Leisure Limited is the main trading entity within the X4L Group, being Wright Leisure Topco Limited and its subsidiaries, with some of the subsidiary companies holding leases for a small number of the gyms. A copy of the Group structure can be found at Appendix A. All entities in the Group are subject to administration, apart from Xercise4Less (Stockton) Limited which entered liquidation on 21 August 2019 and is unconnected to this administration process. If you require any detail in relation to Xercise4Less (Stockton) Limited, you should contact the liquidators of that company.

The X4L Group was funded by a combination of secured term loans from Proventus and BGF, the outstanding amount being a combined c.£43m (c.£40m due to Proventus and £3m due to BGF (via a waterfall agreement with Proventus)). The term loans were secured against the assets of the Group pursuant to debentures containing fixed and floating charges dated 30 April 2019 (Proventus) and 30 October 2019 (Proventus and BGF).

Further details on the background are provided at Appendix C.

#### The circumstances leading to our appointment

In its audited accounts for the 12 month period ending 31 December 2018, the Group generated revenues of c.£40m, with an underlying EBITDA of c.£3.4m. In the subsequent period, the Group closed one gym, made changes to its staffing model and invested in marketing and its online presence in order to improve the performance of the Group.

Despite these initiatives, the unaudited accounts for the 12 month period to 31 December 2019, showed the Group's turnover had fallen to c.£37.3m. Following the Government announcement on 20 March 2020 in response to the COVID19 pandemic, all of the Group's gyms were closed and the majority of employees placed on furlough.

In view of the challenges in performance, on 17 April 2020, Wright Leisure Topco Limited engaged PwC to undertake a review of the Group's funding options and ultimately, to undertake an AMA process began with a view to seeking investment and / or a sale of the Group.

Unfortunately, given the cash requirement to allow the business to re-open following the relaxation of COVID-19 related restrictions and to repay arrears to creditors, there was no interest in the business on a solvent basis.

The sales process culminated in an agreement being signed on 17 June 2020 between Proventus and JD for the sale of the Proventus secured debt to JD. In addition, an agreement between the Purchaser (with JD as the guarantor) and the Group was signed to enable the Purchaser to purchase substantially all of the Group's business and assets with a completion date being shortly before gyms were able to be reopened.

The Government announced that gyms could re-open on 25 July 2020, and as a result, the debt sale agreement completed on 21 July 2020. On 22 July 2020, the Group entered administration, immediately following which the sale transaction of the business and operating assets of the Transaction Entities on 22 July 2020 was concluded, immediately after the Group entered administration. Further details are included in Appendix C.

#### Pre-administration costs

PwC's initial role was to assist the Companies following a request to tender for an options analysis review then latterly preparing for an AMA. This work was carried out under an engagement letter with Wright Leisure Topco Limited dated 17 April 2020. When it became clear that the insolvency of the Companies was inevitable, PwC additionally worked with the Companies' directors and legal advisers in preparing for administration. Costs up until the finalisation and signing of the sale agreement on 17 June were £346,143, of which £325,155 was billed and paid pre-appointment. There were also disbursements of £2,243 relating to the data room and document production. These costs were also billed and paid prior to the administration.

After the sale was agreed, we then set up a separate engagement for work from 17 June which effectively was administration planning time. From 17 June 2020 to 21 July 2020, we incurred total time costs of £77,167, of which £50,404 was billed and paid prior to our appointment. No disbursements were incurred in that period.

We think that PwC's role in preparing and planning for the administration appointments makes a significant contribution to achieving the purpose of the administrations because it progressed interest from potential buyers and ultimately enabled a pre pack sale to be achieved. As we outline in this document, we think this represents the best outcome for creditors. We set out at Appendix C alternative options to this approach and the likely result of these. Following the sale being agreed, our work ensured the Companies entered administration in an orderly manner, with minimal disruption to the Companies' business. To the best of our knowledge and belief, no fees or expenses were charged by any other insolvency practitioner.

As detailed above we have total unpaid pre-administration costs (excluding time prior to 17 June 2020) of £26,763. The payment of unpaid pre-administration costs as an expense of the administration is subject to approval under rule 3.52 IR16 and doesn't form part of our proposals, which are subject to approval under paragraph 53 Sch B1 IA86. If you elect a creditors' committee, it will be up to the committee to give this approval under rule 3.52 IR16. But if there's no committee, then because we've said we think the Company doesn't have enough assets to pay anything to unsecured creditors, other than via the prescribed part in Opco, Topco and Midco, it will be for the secured creditors to do so instead.

More details of the pre-appointment fees and expenses, including further information regarding the work undertaken, can be found at Appendix B.

# What we've done so far and what's next if our proposals are approved

#### Management and financing of the Company's affairs and business

#### Sale of business and assets

A sale of the business and operating assets of the Transaction Entities to the Purchaser was completed on 22 July 2020, immediately following our appointment as joint administrators.

As required by SIP16, a detailed narrative explanation and justification of why a pre-packaged sale was undertaken and alternatives considered, is enclosed at Appendix C. A summary of the transaction is as follows:

- Prior to the administration, the secured debt due to Proventus was sold to JD for a total consideration of £23m (which included contingent consideration, based on agreement of certain leases, of £1.5m).
- Subsequently, a pre-pack transaction was completed with the Purchaser to purchase the substantially all of the Companies' business and assets for an effective consideration of £24.15m, including cash of £1.15m.
- The cash consideration of £1.15m was received into Opco from the Purchaser in order to cover the costs of the administration process and to enable a dividend to be paid by virtue of the prescribed part in Opco.
- For reasons explained at Appendix C, due to the absence of sufficient funding for the business to continue trading (once COVID19 restrictions allowed the business to reopen), the alternative outcome to the above sale was most likely an immediate closedown of the gyms and liquidation of the Companies, which would have had a negative effect on asset values.
- The sale to the Purchaser enables the statutory purpose of the administrations to be achieved. It represented the best offer received and so provided the best available outcome for creditors as a whole in the circumstances. All employees at the date of appointment of administrators were transferred to the Purchaser, together with licences to occupy being agreed for all but one of the X4L Group's properties (Wakefield was closed prior to our appointment).
- Additional realisations are expected from the assets excluded from the sale, specifically cash at bank, business rates refunds and some book debts,

#### Leasehold properties

The Companies traded from, in total, 50 leasehold properties in the UK, plus a leasehold head office based in Leeds. The majority of the leases were held by Opco but eight leases were held by other group Companies. On appointment, licences to occupy all of the leasehold properties, except the Wakefield property, were granted to the Purchaser.

Due to COVID19, the Companies had been unable to trade from the properties and therefore didn't pay rent on the leasehold properties following the closure of the gyms in March, prior to entering administration. Any rent arrears will be classified as unsecured claims in the relevant administrations.

We will be providing reasonable assistance to the Purchaser following the transaction with regards to an assignment or surrender of the leases. In the meantime, our intention is to continue to collect licence fees and pay ongoing rent from the date of appointment, in arrears and apportioned based on periods of occupation. We have written to landlords to provide details of ongoing arrangements. In the meantime, landlords can contact us at uk\_x4lgroup\_landlordsproperty@pwc.com.

#### **Employees**

As part of the transaction, all employees at the date of appointment were transferred under TUPE to the Purchaser. We think this has eliminated employee preferential claims, whilst also reducing unsecured claims.

#### Other work

We've set out below a high-level summary of the key areas of our work in the short time since our appointment. Accordingly this is not an exhaustive list of all the work we have done.

Opened communications with creditors and other stakeholders

Set up a website and mailbox in order to communicate effectively with a variety of stakeholders and interested
parties and respond to their queries.

#### Complied with immediate statutory obligations

- Gathered information to allow us to fulfil our immediate statutory and regulatory obligations and take control of the Companies' tax and VAT affairs;
- Prepared our "Initial letter to creditors with SIP 16 report" which is copied at Appendix C;
- Notified landlords of our appointment and the sale to the Purchaser, and dealt with initial queries;
- Set up our internal systems and bank accounts;
- Received the cash consideration and contribution to costs;
- Taken steps to take control of assets not included in the sale;
- Requested a transfer of funds from Opco's pre appointment bank account;
- Issued statutory notices of our appointment, including to the Registrar or Companies and placing advertisements in the London Gazette; and
- Ensured appropriate insurance cover is in place.

#### Work we still need to do

Further to the work set out above, whilst not detailing all aspects of our work, key areas of work going forward will be as follows:

- We have a duty to investigate what other assets there may be (including potential claims against third parties, including the directors) and what recoveries can be made. This includes carrying out appropriate investigations into the conduct of the directors and recent former directors;
- During the course of the administrations, we will be winding down the Companies' affairs; this includes ongoing responsibility for VAT and tax matters;
- We must comply with all relevant insolvency legislation and regulations arising as a result of the insolvency of the Companies and our appointment as joint administrators. These typically include periodic reports to creditors, obtaining approval for our remuneration and internal controls to ensure the administration strategy continues to be appropriate and outstanding matters are being progressed on a timely basis;
- Realising assets not purchased by the Purchaser;
- Collecting the licence fee from the Purchaser;
- Managing payments to landlords as required and dealing with landlord queries;
- Dealing with creditor correspondence;
- Agreeing claims in certain of the Companies; and
- Paying a dividend to creditors where funds allow.

Managing the Companies' affairs and conducting the administrations (including our remuneration) will be financed by the cash contribution referred to above.

#### Connected party transactions

In accordance with SIP13, we are required to disclose any known connected party transactions that occurred in the period following our appointment or any proposed connected party transactions. JD is not considered to be a connected party for the purposes of SIP13 and so there are no such transactions requiring disclosure.

#### Directors' conduct and investigations

One of our duties is to look at the actions of anybody who has been a director of the Companies in the three years before our appointment. We have to submit our findings to BEIS within three months of our appointment.

We also have to decide whether any action should be taken against anyone to recover or contribute to the Companies' assets. If you think there is something we should know about and you haven't yet told us, please write to me. This is part of our normal work and doesn't necessarily imply any criticism of the directors' actions.

#### Objective of the administrations

As explained earlier, the joint administrators are pursuing objective (b) for Transaction Entities, ie. the entities that were included in the pre packaged sale transaction, as it was not possible to rescue these companies as a going concern.

The joint administrators are pursuing objective (b) for Manco and Wakefield as it is more efficient and less costly for Secured Creditors to place these entities into administration at the same time as rest of the Group and the joint administrators are pursuing objective (c) for Topco and Midco as there is likely to be a realisation for the Secured Creditors from these entities due to their intercompany debt due from Opco.

Achieving a better outcome for creditors results from maximising the value of assets, minimising the costs of realising those assets (and costs of the administrations generally) and reducing the level of creditor claims against the Companies.

The outcome for the Secured Creditors is expected to have been maximised by virtue of the pre-pack sale and realisation of other assets subject to their security. Preferential creditors are expected to be nil as a result of the transfer of employees to JD, but will be paid in full in any event. As a result of the sale, the majority gym members are able to continue their membership as normal and are therefore not expected to have claims in the administrations. Unsecured creditors are expected to receive a dividend in certain cases, which, as we've already outlined, would likely have been reduced or unavailable in other scenarios.

#### Estimated outcome for creditors

#### Secured creditors

We don't think the Secured Creditors will be repaid in full. The Secured Creditors' lending to the Companies as at the date of administration was approximately c.£43m (c.£40m originally due due to Proventus and purchased by JD, and c.£3m due to BGF (via a waterfall agreement with Proventus)) and is secured by debentures dated 30 April 2019 (Proventus) and 30 October 2019 (Proventus and BGF).

#### Preferential creditors (mainly employees)

All of the Companies' employees were previously employed by Opco and have been transferred to the Purchaser under TUPE. We are not anticipating any employee related preferential claims in Opco or the other Companies.

#### **Unsecured creditors**

The prescribed part is a fund that has to be made available for unsecured creditors. It's paid out of 'net property'. Net property is floating charge realisations after costs, and after paying – or setting aside enough to pay – preferential creditors in full. But it only has to be made available where the floating charge was created on or after 15 September 2003.

The amount of the prescribed part is:

- 50% of net property up to £10,000
- 20% of net property above £10,000
- Subject to a maximum of £600,000

The prescribed part applies in this case as there is a floating charge created on or after 15 September 2003.

We think there will be a prescribed part dividend for unsecured creditors of Opco, Topco and Midco based on what we know currently.

If we think the costs of agreeing claims and paying a prescribed part dividend will be disproportionate to the benefits, we can apply for a court order not to pay the prescribed part to unsecured creditors. At the moment we don't plan to make such an application.

In Opco, we think the Company's net property will be sufficient to generate the maximum value of the prescribed part of £600k. This would give a dividend of about 1.05 % based on our estimate of the value of the unsecured creditors.

In Topco, we think the Company's net property will be sufficient to generate a prescribed part estimated at £23k. This would give a dividend of about 0.13 % based on our estimate of the value of the unsecured creditors.

In Midco, we think the Company's net property will be sufficient to generate a prescribed part, estimated at £57k. As we don't think there are any unsecured creditors of this company, we are not expecting to make a distribution to unsecured creditors of this company.

These estimates depend on future realisations, administration costs and finalising claims from unsecured creditors. This guidance is only an indication. You shouldn't use it as the main basis for any bad debt provisions or debt trading.

We don't anticipate that there will be sufficient net property in any of the other Companies to generate a prescribed part and thus there will be no dividend to unsecured creditors of:

Wright Leisure Manco Limited ("Manco");
Xercise Health And Fitness Club Limited;
Xercise4Less (Wakefield) Limited ("Wakefield");
Xercise4Less (Leeds) Ltd;
Xercise4Less (Wigan) Ltd;
Xercise4Less (Doncaster) Limited;
Xercise4Less (Hull) Limited;
Xercise4Less (Bolton) Limited;
Xercise4Less Newcastle under Lyme Limited, or;
Xercise4Less (Nottingham) Limited.

#### Our fees and disbursements

We think that we will seek agreement that our fees be fixed at £400k for the administrations of the Companies which sit below Opco in the group structure, plus Opco itself and Midco, based on what we know so far. We anticipate that the fees will be split as follows:

- for dealing with the administration of Opco £350k;
- for dealing with the administration of the other Companies, excluding Opco up to £10k for each company, subject to an overall cap of £50k.

This doesn't include the costs of making the prescribed part distributions, or if we have to extend the administrations or Licences to Occupy. In relation to Topco and Midco, we expect to seek approval from creditors to draw fees on a time cost basis.

We also propose that disbursements for services provided by our firm (defined as Category 2 disbursements in SIP 9) are charged as per our firm's policy.

It will be up to the creditors' committee to fix the basis of our fees and Category 2 disbursements. But if there's no committee, because we've said we think the Companies don't have enough assets to pay anything to unsecured creditors other than via the prescribed part, we'll ask the Secured Creditors to do so instead.

If the Secured Creditors or the committee do not fix the basis of our fees and Category 2 disbursements, we may apply to the court to fix them no later than 18 months after the date of our appointment.

However, before the basis of our fees can be approved, we must provide all creditors with the following:

- 1. Details of the work we have done and propose to do (much of which has been included in this report).
- 2. Details of the expenses we expect to incur, and
- 3. If any element of our remuneration is to be paid on a time cost basis, an estimate of the hours likely to be incurred and the hourly rates for that work (a fees estimate).

We will circulate a further report containing this information in due course.

#### Ending the administrations

Our exit route will depend on the outcome of the administrations. At the moment we think that the most likely exit route is as set out below.

As we've said above, we think there will be funds to pay a dividend for unsecured creditors from the prescribed part in Opco, Topco and Midco. Assuming that's the case, once we've paid any prescribed part dividend and finished our other work, we'll file notices with the Registrar of Companies and the Companies will be dissolved three months later. But if we think that there are matters that should be conducted or investigated in a liquidation rather than in the administration, for one or more Company, we may instead apply for a court order ending the administration and for the Company to be wound up.

In Group companies where no dividends are available to unsecured creditors, when our work is completed it is likely that we'll file notices with the Registrar of Companies and the Companies will be dissolved three months later.

In the very unlikely event that a dividend in addition to the prescribed part becomes available in any of the Companies, once we've finished our work we may put one or more of the Companies into CVL so that the liquidator can pay the dividend. If this happens, we propose that Toby Scott Underwood and Robert Nicholas Lewis are appointed as joint liquidators (or, if replacement administrator(s) are appointed, any person(s) appointed as administrator(s) at the time of the registration of notice of moving from administration to creditors' voluntary liquidation per paragraph 83(4) Sch B1 IA86) and that any act required or authorised to be done by the joint liquidators, can be done by any or all of them.

Creditors may, before these proposals are approved, nominate a different person or persons as liquidator(s), in accordance with Paragraph 83(7)(a) of Sch B1 IA86 and Rule 3.60(6) IR16. If necessary to achieve the objective of the administrations and complete our work, we may seek an extension to the period for one or more of the

administrations (beyond the statutory period of one year), by consent of the appropriate class of creditor – most likely to be the secured creditors only – or by an order of the court.

We'll be discharged from liability in respect of any of our actions as administrators at a time set by consent of the appropriate class of creditor, again most likely to be the secured creditors only, or by an order of the court.

Note that the administrations may be concluded at different dates, depending on when we complete our work as administrators of each company.

## Statements of affairs

We were given a statement of affairs of each of the Companies on 27 July 2020. They were signed by Helen Gauden as director.

Copies of the statement of affairs for each of the Companies and our comments on them are attached at Appendix D. As required by law, these include details of the names, addresses and debts of creditors (including details of any security held), other than, if applicable, employees and former employees of the company and consumers claiming amounts paid in advance for the supply of goods and services.

## Statutory and other

#### Court details for the administrations:

All in the High Court of Justice

**Business and Property Courts in Leeds** 

Insolvency & Companies List (ChD)

Wright Leisure Topco Limited - CR-2020-LDS-000593

Wright Leisure Manco Limited - CR-2020-LDS-000596

Wright Leisure Midco Limited- CR-2020-LDS-000598

Wright Leisure Limited - CR-2020-LDS-000600

Xercise Health And Fitness Club Limited CR-2020-LDS-000604

Xercise4Less (Wakefield) Limited - CR-2020-LDS-000594

Xercise4Less (Leeds) Ltd - CR-2020-LDS-000595

Xercise4Less (Wigan) Ltd -CR-2020-LDS-000603

Xercise4Less (Doncaster) Limited- CR-2020-LDS-000605

Xercise4Less (Hull) Limited - CR-2020-LDS-000597

Xercise4Less (Bolton) Limited - CR-2020-LDS-000602

Xercise4Less Newcastle under Lyme Limited - CR-2020-LDS-000599

Xercise4Less (Nottingham) Limited- CR-2020-LDS-000601

#### Full names and Registered numbers:

Wright Leisure Topco Limited - 11331128

Wright Leisure Manco Limited -12275784

Wright Leisure Midco Limited -11331879

Wright Leisure Limited - 07572128

Xercise Health And Fitness Club Limited - 06316205

Xercise4Less (Wakefield) Limited - 07305884

Xercise4Less (Leeds) Ltd - 07762515

Xercise4Less (Wigan) Ltd - 07762643

Xercise4Less (Doncaster) Limited - 07962472

Xercise4Less (Hull) Limited - 08038683

Xercise4Less (Bolton) Limited - 08113124

Xercise4Less Newcastle under Lyme Limited - 08395210

Xercise4Less (Nottingham) Limited- 08488780

Trading name:

Xercise4Less

Registered addresses:

All of the Companies' registered addresses are at Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Burley, Leeds, LS4 2AZ.

Company directors:

Applicable to all of the Companies

Alan James Fort and Helen Louise Gauden Please note Topco and Manco has an additional director as follows: Richard David Taylor Topco has an additional director: Jonathan Charles Wright Company secretary: The Companies do not have a company secretary in office, Shareholdings held by Shareholdings held in Wright Leisure Topco Limited: the directors and Jonathan Charles Wright - 100 D Ordinary shares secretary: Helen Gauden - 160 Ordinary C shares Alan Fort - 140 Ordinary C shares Date of the administration 22 July 2020 appointments: Toby Scott Underwood of PricewaterhouseCoopers LLP, Central Square, 29 Administrators' names and addresses: Wellington Street, Leeds, LS1 4DL Robert Nicholas Lewis of PricewaterhouseCoopers LLP, 7 More London, Riverside, London, SE1 2RT Appointer's/applicant's The directors of the Companies name and address: Objectives being pursued For all of the Companies except Topco and Midco, the joint administrators are by the Administrators: . pursuing objective (b); achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration). The joint administrators are pursuing objective (c) for Topco and Midco, realising the company's assets to pay a dividend to secured or preferential creditors (as there is likely to be a realisation for the Secured Creditors from these entities due to their intercompany debt due from Opco. Division of the In relation to paragraph 100(2) Sch B1 IA86, during the period for which the **Administrators'** administration is in force, any function to be exercised by the persons appointed to responsibilities: act as administrators may be done by any or all of the persons appointed or any of the persons for the time being holding that office The Regulation applies to this administration and the proceedings are main Regulation (EU) 2015/848 of the European proceedings. Parliament and of the Council of 20 May. 2015 on Insolvency Proceedings (recast):

## Receipts and payments account

Wright Leisure Limited in administration

Joint administrators' receipts and payments account for the period 22 July 2020 to 28 July 2020 
Receipts

Cash Consideration

1150,000

Cash at bank as at 28 July 2020

#### Wright Leisure Limited - in administration, Recharge account

¿Joint administrators, receipts and payments account for the period 22 July 2020 to 28 July 2020

28 87.00	'. *	•
Receipts	£	
Contribution from the Purchaser for property related costs from 122 July 2020 to 31 August 2020	959,715.51	
VAT	191,943.10	
Payments	, iii	
Cash at bank as at 28 July 2020;	<u>\$</u>	A K

Please note that there are no receipts and payments to report for the other Companies

## Appendix A: Group structure



Xercise Health And Fitness Club Limited

Xercise4Less (Wigan) Ltd

Xercise4Less (Nottingham) Limited

Xercise4Less (Doncaster) Limited

Xercise4Less (Leeds) Ltd

Xercise4Less (Stockton) Limited\*

Xercise4Less Newcastle under Lyme Limited

Xercise4Less (Bolton) Limited

Xercise4Less (Hull) Limited

in liquidation and not subject to administration

## Appendix B: Pre-administration costs

The table below provides details of costs which were incurred before our appointment as Administrators but with a view to the Company entering administration. Details of the work done and expenses incurred follow.

	Details of agreement including date and parties to it	Paid amount (£)	Payment made by	Unpaid amount (£)	Nature of the payment
Our fees as Administrators-in -waiting	Engagement letter between Wright Leisure Topco Limited and PwC dated 17 April 2020	375,559.00	Wright Leisure Topco Limited	26,762.50	Pre-administration/ pre-appointment costs as detailed below
Expenses incurred by us as Administrators-in -waiting	As above	2,242.50	Wright Leisure Topco Limited	Nil	Disbursements incurred by the administrators-inwaiting in relation to the data room and document production
Total	•	377,801.50		26,762.50	

To the best of our knowledge and belief, no fees or expenses were charged by any other insolvency practitioner.

The payment of unpaid pre-administration costs as an expense of the administration is subject to approval under rule 3.52 IR16 and doesn't form part of our proposals, which are subject to approval under paragraph 53 Sch B1 IA86. If you elect a creditors' committee, it will be up to the committee to give this approval under rule 3.52 IR16. But if there's no committee, we'll ask the secured and preferential creditors, if there are any, to approve the pre-appointment costs instead.

## Details of the pre-administration work undertaken and a breakdown of expenses

Our fees have been quantified on a time cost basis, calculated using our usual charge out rates for work of this nature. The pre-appointment and pre-administration work completed in line with our engagement letter dated 17 April 2020, including the work performed from 17 June 2020 in the build up to the Companies entering administration, included:

- Commenting on possible sensitivities and scenarios in light of current macroeconomic and social restriction conditions and the range of potential liquidity outcomes facing the group;
- Commenting on alternative possible timetables for an AMA process and the impact alternative timings might have on value for creditors as a whole relative to the liquidity scenarios discussed above;
- Reviewing group structure and its relevance specifically in relation to membership arrangements and direct debit receipts in case of any future insolvency; and
- Identifying key value drivers of the business and agreeing how to position the group for sale;
- Considering historical results and projected financial information and advising on how to represent the
  opportunity to buyers;

- Assisting the Companies to compile a list of potential purchasers by conducting limited research, and consulting
  the Companies' management and those of our industry specialists that we deemed appropriate;
- Drafting the introductory teaser document/email including details about the Companies which were used to attract initial expressions of interest;
- Preparing the confidential information memorandum on the Companies to be issued to potential purchasers;
- Liaising and negotiating with parties who were interested in purchasing the Companies' business and assets as part of a pre-packaged sale;
- Reviewing offers received from interested parties and either rejecting those offers or allowing them to progress to the due diligence stage of the sales process;
- Preparing for a pre-packaged sale of the Companies' business and assets;
- Following expiration of the offer deadline, liaising with existing parties interested in the trade and / or assets of the Companies to maintain their interest whilst the appointment was made;
- Liaising with key stakeholders, keeping them informed of progress with the appointment and appraising them of
  interest in purchasing the business and / or assets following administration;
- Specialist employment advice;
- Drafting communications to employees and planning the logistics of delivering those messages to all individuals
  as soon as possible following our appointment;
- Working with the Companies' directors and their legal advisors in preparing for the administrations;
- Completing our internal procedures in preparation for accepting the appointment;
- Identifying key areas of risk and how these could be mitigated, including seeking health and safety guidance from in-house specialists and procuring security personnel to provide cover immediately following appointment;
- · Liaising with internal colleagues regarding specialist pensions and tax advice relating to any sale; and
- Preparing statutory documentation and declarations required for effecting the administration appointment and liaising with our legal advisors in this regard.

Please note that the above is indicative of the key areas of work performed and is not an exhaustive list of work done.

#### Expenses incurred by us as administrators in waiting

Expenses incurred by our firm and our staff in performing the work, in accordance with our firm's expenses policy, and relate to data room and document production costs were £2,242.50. These were necessary to facilitate access for interested parties to relevant company information.

Appendix C: Copy of the Joint Administrators' report to creditors on the pre-packaged sale of the majority of the business and its assets To all known creditors

29 July 2020

**Dear Sirs** 

Wright Leisure Topco Limited ("Topco")
Wright Leisure Manco Limited ("Manco")
Wright Leisure Midco Limited ("Midco")
Wright Leisure Limited ("Opco")
Xercise Health And Fitness Club Limited
Xercise4Less (Wakefield) Limited ("Wakefield")
Xercise4Less (Leeds) Limited
Xercise4Less (Wigan) Limited
Xercise4Less (Doncaster) Limited
Xercise4Less (Hull) Limited
Xercise4Less (Bolton) Limited
Xercise4Less Newcastle under Lyme Limited
Xercise4Less (Nottingham) Limited

#### All in administration ("the X4L Group")

#### Why you've received this letter

The X4L Group's records show that you may be owed money by an entity within the group. So, I'm writing to tell you that, as shown on the enclosed notice, Toby Scott Underwood and I were appointed joint administrators of all of the entities within the X4L Group on 22 July 2020. We will manage the companies' affairs, business and property as its agents and without personal liability.

I'm also writing to tell you about the sale of substantially all of the X4L Group's business and assets.

#### The purpose of administration

The statutory purpose of an administration is to achieve one of these objectives:

- rescuing the company as a going concern, or if that is not possible or if (b) would achieve a better result for the creditors than (a)
- b. achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration), or finally, if that isn't possible
- c. realising the company's assets to make a distribution to secured or preferential creditors.

In this case, we are pursuing objective b for all entities apart from Topco and Midco (for which we are pursuing objective c. Unfortunately, It has not been possible to rescue the X4L Group as a going concern.

#### Sale of substantially all of the business

I'm pleased to tell you that on 22 July 2020, substantially all of the X4L Group's business and assets were sold to Helium Miracle 307 Limited (a subsidiary of JD Sports Gyms Limited) ("the Purchaser") as a going concern. Details of the sale are in the appendix.

The transaction completed includes the purchase of substantially all of the assets owned by the entities within the X4LGgroup. The entities included in the transaction are shown below ("the Transaction Entities"):

Wright Leisure Limited, Xercise Health & Fitness Club Limited, Xercise4Less (Leeds) Limited, Xercise4Less (Wigan) Limited, Xercise4Less (Doncaster) Limited, Xercise4Less (Hull) Limited, Xercise4Less (Bolton) Limited, Xercise4Less Newcastle under Lyme Limited and Xercise4Less (Nottingham) Limited.

The above entities were all included in the pre pack transaction as they held leases that were transferred as part of the transaction and an administration was required in order to effect that transaction.

Entities that were not included in the pre pack transaction (the "Excluded Entities") are Wright Leisure Topco Limited, Wright Leisure Manco Limited, Wright Leisure Midco Limited, and Xercise4Less (Wakefield) Limited.

The sale enables the statutory purpose to be achieved for those entities included in the Sale Purchase Agreement ("SPA") and was the best available outcome for creditors as a whole in all the circumstances.

The sale has resulted in all employees being transferred to the Purchaser and a licence to occupy has been agreed with the Purchaser for all but one of the gyms (Wakefield was excluded as it had already been closed down prior to the sale) operated by the X4L Group. This has allowed the members of the gyms to continue with their memberships when a number of the gyms are able to reopen on 25 July 2020 in line with government advice, thus mitigating claims in the administration.

The Purchaser has deemed that it is not a connected party and has not approached the Pre-Pack Pool, the body of experienced business people set up in response to a series of recommendations contained in an independent review of pre-packaged administrations (The Graham Review) to provide an independent opinion on pre-packaged administration sales to connected parties.

If you're a supplier or customer with an outstanding order or membership query, if you want to reclaim stock subject to retention of title or if you own property hired or rented by the X4L Group, please contact X4Lenquiries@jdgyms.co.uk.

#### What you're owed

Our preferred method for creditors to submit claims and supporting documents is via the Turnkey (IPS) online portal, as this is the most efficient and cost effective way for us to deal with your claim and also allows you to better track its status, so we recommend the use of the online portal for claim submission. Your unique login details will be sent to you separately.

If your claim includes VAT, you may be able to obtain VAT bad debt relief six months after your supply. Your local VAT office can help you with this.

#### How we report to creditors

Our proposals setting out how we intend to achieve the purpose of administration are being issued alongside this notification.

#### Your rights as creditors

Our appointment means that you can't start or continue legal action, enforce security or repossess any goods held by the X4L Group unless we agree or the court allows it.

You can find information on administrators' fees and your rights at:

https://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2017/administration-creditor-feeguide-6-april-2017.ashx?la=en

Please contact uk x4lgroup creditors@pwc.com if you'd like a paper copy free of charge or have any questions.

Finally, you also have the right to opt out of receiving further documents relating to these proceedings. Please see the attached sheet 'Information provided to creditors on opting out in accordance with Rule 1.39' for full details.

The right to opt out only applies to documents required by the Insolvency Act 1986 or the Insolvency (England and Wales) Rules 2016 to be delivered to creditors generally or to a particular class of creditors. It does not apply to documents or correspondence sent to people in a capacity other than as creditor (e.g. as an employee) or to correspondence sent to individual creditors.

Any formal opt out request should be sent to the address listed above or by e-mail to: uk\_insolvencydocsrequests@pwc.com

#### **Directors' conduct**

One of our duties is to look at the actions of anybody who has been a director of any entity within the X4L Group in the three years before our appointment. We also have to decide whether any action should be taken against anyone to recover or contribute to the X4L Group's assets. If you think there is something we should know about, please write to me at the address in this letter. This is part of our normal work and doesn't necessarily imply any criticism of the directors' actions.

Yours faithfully For and on behalf of the X4L Group

Toby Underwood Joint administrator Enclosures: Appendix

Administrators' proposals

**AM01** 

Information provided to creditors on opting out in accordance with Rule 1.39

Toby Scott Underwood and Robert Nicholas Lewis have been appointed as joint administrators of the X4L Group to manage its affairs, business and property as its agents and act without personal liability. Robert Nicholas Lewis and Toby Scott Underwood are licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales. The joint administrators are bound by the Insolvency Code of Ethics which can be found at: https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics.

The joint administrators may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the joint administrators. Personal data will be kept secure and processed only for matters relating to the joint administrators' appointment. Further details are available in the privacy statement on the pwc.co.uk website or by contacting the joint administrators.

#### **Appendix**

Information regarding the sale of the business and assets of the X4L Group - in administration:

Wright Leisure Limited ("Opco")
Xercise Health & Fitness Club Limited
Xercise4Less (Leeds) Limited
Xercise4Less (Wigan) Limited
Xercise4Less (Doncaster) Limited
Xercise4Less (Hull) Limited
Xercise4Less (Bolton) Limited
Xercise4Less (Bolton) Limited
Xercise4Less Newcastle under Lyme Limited
Xercise4Less (Nottingham) Limited
on 22 July 2020 as required by Statement of Insolvency Practice No.16 (SIP 16)

The purpose of Statements of Insolvency Practice (SIPs) is to promote and maintain high standards by setting out required practice and harmonising the approach of Insolvency Practitioners to particular aspects of insolvency work.

SIP 16 relates to situations where the sale of all or part of a company's business or assets is negotiated with a purchaser prior to the appointment of an administrator and the administrator effects the sale immediately on, or shortly after, appointment. This is sometimes referred to as a 'pre-packaged sale'.

In the lead up to an administration appointment, an insolvency practitioner may act as an advisor to the company as it seeks to make arrangements for a sale. Their role at this time is to advise the company, rather than the directors or the purchaser.

Following an appointment where no sale agreement has yet been signed, the insolvency practitioner may become the administrator and complete the sale in that role. When considering the manner of disposal of the company's business or assets, an administrator must bear in mind their duties to company's creditors as a whole.

A copy of SIP 16 can be found at the link below:

https://www.icaew.com/-/media/corporate/files/technical/insolvency/regulations-and-standards/sips/england/sip-16-e-and-w-pre-packaged-sales-in-administrations-2015.ashx

More information regarding the purpose and process of administration can be found at the link below:

https://www.r3.org.uk/media/documents/publications/professional/Creditors Administration.pdf

Information relating to this sale is set out in the remainder of this Appendix.

#### Background

The X4L Group was a nationwide operator of 51 value gyms, providing services to its members at sites throughout England, Wales and Scotland.

Wright Leisure Limited is the main trading entity within its group, being Wright Leisure Topco Limited (and its subsidiaries). All entities in the X4L Group are subject to administration (apart from Xercise4Less (Stockton) Limited which entered liquidation on 21 August 2019 and is unconnected to this administration process).

The X4L Group was funded by a combination of secured term loans from Proventus Capital Partners iii Ab ("Proventus") and BGF Capital Nominees Limited ("BGF"), the outstanding amount being a combined c.£43m (c.£40m due to Proventus and £3m due to BGF (via a waterfall agreement with Proventus)). The term loans were secured against the assets of the Group pursuant to debentures containing fixed and floating charges dated 30 April 2019 (Proventus) and 30 October 2019 (Proventus and BGF).

In its audited accounts for the 12 month period ending 31 December 2018, the X4L Group generated revenues of c.£40m, with an underlying EBITDA of c.£3.4m. In the period following this, the group closed one of its gyms in Stockton, changed its staffing model for personal trainers and invested in marketing and its online presence in order to improve the performance of the group. BGF and Proventus provided additional funding of £5m in October 2019 to assist with these plans.

However, despite these initiatives and additional support, in the unaudited accounts for the 12 month period to 31 December 2019, the X4L Group's turnover fell to c.£37.3m with EBITDA reducing to c.£2.2m primarily driven by a reduction of 45k members during FY19.

During the first part of FY20, the COVID-19 outbreak caused major problems for the X4L Group and following the government announcement on 20 March 2020, all of the X4L Group's gyms were closed and the majority of employees placed on furlough.

In view of the challenges caused to liquidity by COVID-19, on 17 April 2020, Wright Leisure Topco Limited engaged PricewaterhouseCoopers LLP ("PwC") to undertake a review of the Group's funding options and to prepare for an accelerated merger and acquisition ("AMA") process.

On 4 May 2020, following an assessment of the options available to the the X4L Group, an AMA process began with a view to seeking investment and / or a sale of the group.

The AMA timeline was driven by the desire to maximise value and minimise disruption to the X4L Group's business, within the confines of the cash position. This resulted in a target completion date of the end of May 2020.

Unfortunately, given the cash requirement to allow the business to re-open following the relaxation of COVID-19 related restrictions and to repay arrears to creditors, there was no interest in the business on a solvent basis.

During the sales process, one interested party (JD Sports Gyms Limited ("JD")) expressed an interest in purchasing the secured debt held by Proventus. Following negotiations between those parties, this resulted in an agreement being signed on 17 June 2020 between Proventus and JD for the sale of the Proventus secured debt with a completion date shortly before the gyms were able to be opened according to government advice. The administrators were not a party to this agreement.

In addition, also on 17 June 2020, an agreement between the Purchaser (with JD as the guarantor), the X4L Group and the prospective administrators was signed for a pre pack transaction for the Purchaser to purchase substantially all of the X4L Group's business and assets with a completion date being one day after the sale of the Proventus debt and before gyms were able to be reopened.

Subsequently, following confirmation from the government on 9 July 2020 that gyms could reopen on 25 July 2020, the debt sale agreement completed on 21 July 2020 followed by the conclusion of the pre pack transaction on 22 July 2020 at the same time as the X4L Group entering administration.

In the time between the agreement of the deal and the administration date, the directors worked alongside the Purchaser to prepare the business for re-opening and ensured their directors duties were carried out in the correct manner with appropriate legal advice where required.

## The administrators' initial introduction

Following discussions with the secured lender, the administrators' initial introduction to the X4L Group was by following a request to tender for an options analysis review. On 19 February 2020, PwC provided a discussion document to the X4L Group relating to an options review.

Subsequently, on 17 April 2020, and following the effects of the COVID-19 outbreak and subsequent lockdown, PwC was engaged by Wright Leisure Topco Limited, to undertake a review of the X4L Group's funding options as well as prepare for an AMA process. Oliver Wright, a director at PwC, led the project, supported by one of the subsequent Joint Administrators, Robert Lewis.

#### The extent of the administrators' involvement before the appointment

Prior to the appointment, advice was provided to the X4L Group. Advice was not provided to the directors personally, nor to the Purchaser.

On 17 April 2020, PwC was formally engaged to comment on management's short term cash flow forecast and the X4L Group's liquidity position, and to provide advice on the strategic options available to the group.

PwC also commented on alternative possible timetables for an AMA process and the impact alternative timings might have on value for creditors as a whole, relative to the liquidity scenarios discussed.

Following the initial options analysis, an AMA process began on 4 May 2020 to market the business and find potential buyers/funders. More information is given on the AMA process in the Marketing Activities section of this document.

#### Alternative options considered by the directors before formal insolvency and by the administrators on their appointment and during the administration and the possible outcome(s) of the alternative options

The options considered and compared with the execution of a sale of the business via a prepackaged administration were as follows:

- Do nothing Should no action have been taken for the funding requirement in the short term this would have lead to an uncontrolled insolvency that would have been value destructive for all stakeholders
- Additional funding Fund business turnaround in conjunction with restructuring debt consensually without requirement for any insolvent transaction. This would likely have required significant funding given the extent of creditor stretch, especially following mothballing of gyms. In addition, given the existing debt within the X4L Group it was difficult, commercially, for new or current funders to invest in the business given its existing financial position.
- 3. Sale of business The X4L Group was marketed through the AMA process with a solvent share sale, a share sale through an administration and a sale of business and assets through an administration all being possible options. Despite a number of interested parties, and indicative and final offers being received on a number of bases, the offer based on a sale of the Proventus secured debt followed by a sale on a business and assets basis, which required an administration to transact, was deemed to provide the most value to all stakeholders.
- 4. Government legislation New legislation is in the process of being introduced to assist companies in financial difficulties as a result of the COVID-19 outbreak. However, given the cash position of the business it was not possible to use these new laws to save the business as a going concern.
- Trading administration Due to uncertainty about the trading environment post opening and the funding requirements for ongoing costs (mostly rent) then this was not deemed to be a possible option.
- 6. Immediate closedown and liquidation This would have been value destructive given that all gyms would have closed immediately with all employees being made redundant immediately and limited value being recovered for the X4L Group's

Why it was not appropriate to trade the business and offer it for sale as a going concern during the administration

A pre-packaged sale of the X4L's Group's business and assets was considered preferable to trading in administration due to the nature of the X4L Group's business. Gym's in the UK were closed in late March 2020 and effectively mothballed and were not expected to be opened until early July. Subsequently, an opening date of 25 July 2020 was given by the Government on 9 July 2020.

This meant that the transaction was effectively agreed on 17 June 2020 and subsequently completed on 22 July 2020 before the gyms were able to reopen on 25 July 2020.

A trading administration was not deemed suitable due to the funding requirements for the administration (mostly rent) without there being any guarantees about the ability to receive

enough income following re-opening due to the social distancing restrictions that may cause capacity constraints, a change in consumer behaviour and additional operating costs for the business due to the COVID-19 outbreak.

#### Whether efforts were made to consult major or representative creditors

Two of the X4L Group's major creditors - Proventus and BGF - were fully informed of the process through regular updates provided by the directors following weekly meetings with the PwC team.

Subsequently, upon the sale of the Proventus debt to JD they were corresponded with in regards to planning of the pre pack transaction in the build up to completion.

A major creditor, HMRC, was also consulted early in the process and a deferral was agreed for the X4L Group's tax related liabilities.

The directors of the X4L Group sent notices to landlords on 11 May 2020 and 22 May 2020 advising them of the financial position of the business and providing updates on the AMA process. Updated communication was also sent to landlords on 19 June 2020 advising them of the likely result of the process and JD and the Purchaser started to have initial discussions in preparation of the completion of the transaction.

#### Requests made to potential funders to fund working capital requirements

Following a £5m funding injection by the shareholders/funders in October 2019, the directors of the X4L Group were in discussion with current shareholders/funders in December 2019 regarding future funding for FY20 onwards.

However, given the change in audit testing of going concern and then the subsequent advent of COVID-19, and the surrounding uncertainty that this caused, the funding requirements changed and stakeholders agreed that an options review and subsequent AMA process was required (which started in April/May 2020).

As previously indicated, a large number of parties were contacted through the AMA process to ascertain the appetite for investing in the business which included current and new lenders. See the Marketing Activities section of this document for more details.

#### Details of registered charges with dates of creation

#### Charge holder: JD Sports Gyms Limited\*

Type of charge: Fixed and Floating

Assets charged: All current and future land, amongst others trademarks "EXERCISE4LESS" numbered 10044378 and "xercise 4 less logo (series of 2)" numbered 2609050.

Entities charged: Wright Leisure Topco Limited, Wright Leisure Manco Limited, Wright Leisure Midco Limited, Wright Leisure Limited, Xercise Health & Fitness Club Limited, Xercise4Less (Wakefield) Limited, Xercise4Less (Stockton) Limited, Xercise4Less (Leeds) Limited, Xercise4Less (Wigan) Limited, Xercise4Less (Doncaster) Limited, Xercise4Less (Hull) Limited, Xercise4Less (Bolton) Limited, Xercise4Less Newcastle under Lyme Limited, Xercise4Less (Nottingham) Limited

Date of creation: 30th October 2019

#### Charge holder: JD Sports Gyms Limited\*

Type of charge: Fixed and Floating

Assets charged: All current and future land, amongst others trademarks "EXERCISE4LESS" numbered 10044378 and "xercise 4 less logo (series of 2)" numbered 2609050.

Entities charged: Wright Leisure Topco Limited, Wright Leisure Manco Limited, Wright Leisure Midco Limited, Wright Leisure Limited, Xercise Health & Fitness Club Limited, Xercise4Less (Wakefield) Limited, Xercise4Less (Stockton) Limited, Xercise4Less (Leeds) Limited, Xercise4Less (Wigan) Limited, Xercise4Less (Doncaster) Limited, Xercise4Less (Hull) Limited, Xercise4Less (Bolton) Limited, Xercise4Less Newcastle under Lyme Limited, Xercise4Less (Nottingham) Limited

Date of creation: 30th April 2018

Charge holder: BGF Nominees Limited

Type of charge: Fixed and Floating

Assets charged: Shares in the group entities

Entities charged: Wright Leisure Topco Limited, Wright Leisure Manco Limited, Wright Leisure Midco Limited, Wright Leisure Limited, Xercise Health & Fitness Club Limited, Xercise4Less (Wakefield) Limited, Xercise4Less (Stockton) Limited, Xercise4Less (Leeds) Limited, Xercise4Less (Wigan) Limited, Xercise4Less (Doncaster) Limited, Xercise4Less (Hull) Limited, Xercise4Less (Bolton) Limited, Xercise4Less Newcastle under Lyme Limited, Xercise4Less (Nottingham) Limited

Date of creation: 30th October 2019

\* The security held by JD was originally held by Proventus and was transferred to JD at the time of the sale of the debt on 21 July 2020

Whether or not the business or business assets have been acquired from an insolvency practitioner within the previous two years Not Applicable

Marketing activities conducted by the Company and/or administrators Preparation for the AMA process commenced in early May 2020 and the process was launched on 11 May 2020.

A total of 39 prospective interested parties were approached / engaged with as part of the AMA process. A list of prospective buyers was compiled in conjunction with sector and situational specialists at PwC, and involved approaching 17 trade (mix of UK and overseas) and 22 private equity parties.

PwC approached parties using a pre-agreed 'teaser' email to understand initial interest. In total, 16 parties signed up to a Non-Disclosure Agreement, at which point they were provided with a process letter clearly setting out the timescales for the AMA process, an Information Memorandum and access to the electronic data room.

The indicative offer deadline was 18 May 2020. During the process, six separate indicative offers, from five parties, were received and are summarised below:

- 1. £20m in cash for c.80% of gyms on a business and assets sale basis
- £19m for the secured creditor indebtedness which would have been followed by an administration and sale back of the business to the trade party
- Cash consideration of £20k per lease for 30 gyms (a maximum of £600k) plus £100
  per live member in 12 months up to a maximum of £15m. Total deal value of
  £15 6m
- 4. £15m in cash either on full share sale or business and assets sale basis
- 5. £100k per gym for all assets so effectively a maximum of £5.1m in cash
- A private equity party submitted an indicative offer to assist the current secured lender with a cash injection of £2m in return for a majority stake in the equity of the Newco

Upon analysis of the offers made and further discussions to confirm terms, it was decided to carry forward offers 1, 2 and 4 from the trade parties to the next stage of the process. These offers represented the best value for stakeholders and carried the least execution risk. In addition, the private equity party was put in touch with the secured lender to discuss their offer of support in more detail.

Further information was provided to preferred bidders via a data room and a final offer deadline of 26 May 2020 was communicated.

At the final offer deadline the following offers were received with the private equity party confirming they were unable to agree a deal with the existing secured lender. Details of the final offers from trade parties are shown below:

- 1. £20.5m in cash for 46 of the gyms on a business and assets sale basis. This was subsequently increased to £22.5m for 45 gyms following further discussions.
- Either £20m for the secured creditor indebtedness due upon completion or £19m due upon completion with a further £2.5m payable in 18 months contingent on a set

number of gyms being in occupation. This was subsequently increased to either £22m cash in full upon completion or an initial consideration of £21.5m with a further £1.5m payable upon completion of 5 further leases (£0.3m per lease).

3. £10m for 25 of the gyms on a business and assets sale basis

An initial offer from another trade party was received for the leasehold interest of a number of gyms (that were not initially specified in the offer) only. No specific values were provided but it was clear this was not going to be in line with other offers and was not progressed any further.

An indicative offer was also received from Proventus for the entire business and assets of the X4L Group for a range of value between £15m-£25.5m. This was subsequently confirmed as being a final offer for a value of £25m.

The secured creditor (Proventus) decided to proceed with the offer from JD for the secured creditor indebtedness as it provided the best and least risky return to the first ranking secured creditor.

Additionally, upon completion of the debt sale it was apparent that JD would require a transaction to be completed via a pre-packaged transaction and the following key benefits were realised:

- transfer of all employees to the Purchaser across the gyms and head office:
- the majority of the business will continue to operate under new ownership with a seamless transition of the business and services for its gym members; and
- the same, or a better, level of return to unsecured creditors via full prescribed part than would otherwise have been achieved had any other offer from the AMA process been followed.

Following the completion of the AMA process, we believe that the process gave ample opportunity for interested parties to come forward and that given the level of funding required for a trading administration there would not have been a better outcome had the marketing process for the business started or have continued directly following an administration appointment.

#### Valuer's details

Gym equipment and lease premium valuations were performed by Walker Singleton (Asset Management) Limited (trading as Walker Singleton Chartered Surveyors) ("Walker Singleton") on 25 May 2020 and 29 May 2020 respectively.

Both valuations were obtained by the X4L Group at the request of the directors and the administrators are satisfied that the valuers had the requisite qualifications to perform the valuations to a professional level.

Walker Singleton are licensed by the Royal Institute of Chartered Surveyors and have adequate professional indemnity insurance.

#### Valuations of the business or the underlying assets

A summary of Walker Singleton's valuations are shown below

 Gym Equipment: £5m on an ex situ, market value basis to provide a base in a closedown scenario for comparison.

Carried out on a desktop basis with a single site visit given status of the business and COVID-19 restrictions. Based on the fixed asset register and subsequent conversations with senior management.

 Lease Premiums: Limited value expected due to economic environment, location/type of properties

Carried out on a desktop basis with a single site visit given status of the business and COVID-19 restrictions. Based on the fixed asset register and subsequent conversations with senior management.

There were limited other assets (i.e. vehicles) and it was not commercial to have these formally valued.

#### The date of the transaction

Provisionally agreed on 17 June and completed on 22 July 2020

The identity of the purchaser(s)

Helium Miracle 307 Limited (a direct subsidiary of JD Sports Gyms Limited)

Any connection between the purchaser(s) and the directors, shareholders or secured creditors of the company or their associates

Any connection . The Purchaser is an entity controlled by the secured creditor.

There are no connections between the directors of the X4L Group and the directors of the purchaser.

any directors, or former directors (or their associates), of the company who are involved in the management, financing, or ownership of the purchasing entity, or of any other entity into which any of the assets are transferred

None

Whether the directors had given guarantees to a prior financier

Not Applicable

Whether the transaction impacts on more than one related company The transaction completed includes the purchase of substantially all of the assets owned by the entities within the X4LGgroup. The entities included in the transaction are shown below ("the Transaction Entities"):

Wright Leisure Limited, Xercise Health & Fitness Club Limited, Xercise4Less (Leeds) Limited, Xercise4Less (Wigan) Limited, Xercise4Less (Doncaster) Limited, Xercise4Less (Hull) Limited, Xercise4Less (Bolton) Limited, Xercise4Less Newcastle under Lyme Limited and Xercise4Less (Nottingham) Limited.

The above entities were all included in the pre pack transaction as they held leases that were transferred as part of the transaction and an administration was required in order to effect that transaction.

Entities that were not included in the pre pack transaction (the "Excluded Entities") are Wright Leisure Topco Limited, Wright Leisure Manco Limited, Wright Leisure Midco Limited, and Xercise4Less (Wakefield) Limited. These entities have entered administration as one of the objectives of an administration can still be achieved. It is also more efficient to deal with all of the entities within the X4L Group at the same time.

Details of the assets involved and the nature

The proposed transaction for the marketing process prior to administration was a sale of the X4L Group as a going concern, a sale of X4L Group's shares or if this was not possible a

#### of the transaction

sale of the trade and assets through a pre-packaged sale. If there had been no suitable sale of business transaction then the business would have been sold on a breakup basis.

Whilst exploring the interest in the X4L Group, indicative offers were received on a number of different bases (see 'Marketing Activities' section for more information) and following this process the secured indebtedness of Proventus was sold to JD for a total consideration of £23m (which included contingent consideration based on agreement of certain leases of £1.5m).

Subsequently, a pre-pack transaction has been agreed with the Purchaser to purchase the assets detailed below for an effective consideration of £24.15m including cash of £1.15m.

The consideration is split out between £23m non-cash consideration and cash of £1.15m as shown below:

#### **Fixed Charge Assets:**

- the Business Name £1
- the Business Rights £1
- the Business Contracts £1
- the Goodwill £15,771,844
- the Intellectual Property and the Information Technology £538,000
- the Transferred Records £1

#### Floating Charge Assets:

- the Harlands Group Debts £56,000
- the Plant and Equipment (majority made up of Gym Equipment) £7,732,152
- the Stock £19,000
- for the Vehicles £33,000

Included in the above, cash consideration of £1,150,000 was also paid to the administration estate of the X4L Group to cover the costs of the administration process and the prescribed part in Opco.

Split between X4L Group entities:

Opco owns the majority of the above assets (including all gym equipment) and therefore the majority of the non-cash consideration amount relates specifically to the Opco entity.

The £1.15m cash consideration will initially be paid into the Opco estate and has been earmarked to be used for administration costs (for all X4L Group entities apart from Topco and Midco as their costs are expected to be covered by distributions from the prescribed part) and the prescribed part that is expected to be paid by Opco at the maximum level of £600k.

Any amount that is left over after the administrations have been finalised will be available to be distributed back to creditors as necessary.

A licence to occupy has been granted to the Purchaser for leases on 50 properties (all gyms apart from Wakefield) to allow the Purchaser to agree ongoing leases with landlords.

The cash held by the X4L Group as at date of appointment was not part of the transaction. Any other remaining assets in the X4L Group that are not included as part of the transaction will be realised by the administrators of the X4L Group following appointment.

The consideration for the transaction, terms of payment, and any condition of the contract that could materially affect the consideration

Cash consideration was the Purchaser paying £1,150,000 to the administration estate of the X4L Group to cover the costs of the administration process and the prescribed part in Opco as detailed above.

There was also a further non-cash consideration of £23,000,000 that was automatically repaid to the secured creditor, JD, upon completion under their fixed and floating charge.

The split of the consideration among asset classes is shown above and was calculated by reference to the book value of assets and valuations where possible, with the balance figure being paid for goodwill.

Any options, buy-back arrangements, deferred consideration or similar conditions attached to the transaction There is a deferred element of the sale of the Proventus debt to JD of £1.5m which is based on the condition that 5 specific leases are formally assigned to the Purchaser following the completion of the transaction after a certain period of time.

There is no contingent or deferred consideration in relation to the pre pack transaction and the commercial agreement relating to the debt sale has no effect on the administration.

If the sale is part of a wider transaction, a description of the other aspects of the transaction. Not Applicable

## Connected party transactions

The Purchaser has deemed that it is not a connected party and has not approached the Pre-Pack Pool, the body of experienced business people set up in response to a series of recommendations contained in an independent review of pre-packaged administrations (The Graham Review) to provide an independent opinion on pre-packaged administration sales to connected parties.

## The sale and the purpose of administration

Following their appointment, administrators must perform their functions with the objective of achieving the statutory purpose of the administration.

The statutory purpose of administration is to achieve one of these objectives:-

- a. rescuing the company as a going concern, or if that is not possible or if (b) would achieve a better result for the creditors than (a)
- b. achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration), or finally, if that is not possible
- c. realising the company's assets to pay a dividend to secured or preferential creditors.

In general, administrators must perform their functions in the interests of the creditors of the company as a whole.

In this case, the joint administrators are pursuing objective b) for the entities that were included in the pre pack transaction, the Transaction Entities, as it was not possible to rescue the companies as a going concern or achieve a better result for the companies' creditors as a whole than would be likely if the companies were wound up (without first being in administration).

The joint administrators confirm that the sale enables the statutory purpose to be achieved.

In terms of the Excluded Entities, the joint administrators are pursuing objective b) for Manco and Wakefield as it is more efficient and less costly for secured creditors to place these entities into administration at the same time as rest of the X4L Group and the joint administrators are pursuing objective c) for Topco and Midco as there is likely to be a

realisation for the secured creditors from these entities due to their intercompany debt due from Opco.

The joint administrators confirm that the overall outcome for the X4L Group was the best available for creditors as a whole taking into account all of the circumstances.

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# Appendix D: Copies of the statements of affairs

Copies of the directors' statements of affairs for each of the Companies are provided below. Here are our comments on them:

- As is normal in a statement of affairs, there is no provision for the costs of realising each company's assets or the
  costs of the administration.
- We haven't audited the information.
- To avoid disclosing commercially sensitive information, we make no comment on what the directors have stated for the potential realisable values for the Companies' assets.
- Intercompany debtors in the statements of affairs are due from insolvent companies and are not considered collectible.
- Where applicable, gym members have been treated as Consumer Deposit Creditors and included in a separate schedule in the statement of affairs, which is not made publicly available in order to protect personal information.
- In the statement of affairs of Opco, please also note:
  - The realisable value attributed to Gym Equipment also relates in part to both office equipment and fixtures and fittings;
  - Stock relates to "battle boxes" shared out among the clubs, which have been acquired by the Purchaser; "Other trade debtors, other debtors and prepayments" include business rates provision, insurance, service charge and landlord insurance, music licence and accrued income, which are not considered collectible.

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016 Name of Company

Wright Leisure Limited

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds,
Insolvency and Companies List (ChD)

Company Number 7572128

Court Number

CR-2020-LDS-000600

Insert date of insolvency

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on

Date 22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name Helen Gauden

Signed

Dated <u>27/07/2020</u>

Assets subject to fixed charge

Intangibles

Tangible assets - including set up costs/leasehold improvements

Goodwill

Transferred records
Less monies due to fixed charge holder(s)

JD

BGF

Deficit to fixed charge holder

Assets subject to floating charge

Set up costs
Leasehold improvements
Gym Equipment

Office Equipment

F&F

**Motor Vehicles** 

Stock

Harlands debtor

Other trade debtors, other debtors and prepayments Rates refunds still due

Cash at bank

Intercompany

Castleford Wakefield

Stockton

Doncaster

Bolton Hull

NUL

Nottingham

Total assets available for preferential creditors

Signed

Dated

27/07/2020

Book	Estimated	
Value	to realise	
£	£	
<del>-</del>	<del>-</del>	
471,645.00	538,003.00	
0.00	0.00	
0.00	, 0.00	
, 0.00	15,771,844.00	
0.00	1.00	
	(38,528,682.00)	N
	(2,711,853.00)	
471,645.00	(24,930,687.00)	
16,461,100.71	0.00	
678,905.02	0.00	
5,810,749.37	·7,732,152.00	
326,680.96	0.00	
600,193.29	0.00	
25,050.64	33,000.00	
0.00	19,000.00	
32,390.57	56,000.00	
958,672.97	0.00	
111,642.46	111,642.46	
768,610.68	768,610.68	
43,817.00	0.00	
209,774.00	0.00	
99,290.00	0.00	
147,767.00	0.00	
45,506.00	0.00	
2,971.00	0.00	
94,774.00	• 0.00	
60,361.00	0.00	
·		

8,720,405.14

26,478,256.67

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Wright Leisure Limited A1 - Summary of Liabilities -

	Estimated to realise
Total assets available for preferential creditors (carried forward from page A)	£8,720,405.14
Liabilities	
Preferential creditors £0.00	
Estimated deficiency/surplus as regards preferential creditors	£8,720,405.14
Estimated prescribed part of net property where applicable(to carry forward) (£600,000.00)	
Estimated total assets available for floating charge holders	£8,120,405.14
JD BGF (£23,291,320.33) (£1,639,366.67) (£24,930.687.00)	÷
Estimated deficiency/surplus of assets after floating charges	(£16,810,281.86)
Estimated prescribed part of net property where applicable . £600,000.00 (brought down)	***
Total assets available to unsecured creditors	£600,000.00
Unsecured non-preferential claims (excluding any shortfall to $^\prime$ . (£70,334,502.05) floating charge holders)	, .
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	(£70,334,502.05)
Shortfall to floating charge holders (brought down) (£16,810,281.86)	
Estimated deficiency/surplus as regards creditors	(£87,144,783.91)
Issued and called up capital (£2.00)	•
Estimated total deficiency/surplus as regards members	(£87,144,785.91)
Signature Date 27/07/2020	

4 Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase, ehaltel leaving or conditional sale agreements and creditors claiming retention of title over properly in the company's prosession.

Included in this schedule the number of employees and former employees and the total of the debts over all former employees and the total of the debts over all former employees and former employees and the total of the debts over all former employees and former employees and the total of the debts over all former employees and former employees and the total of the debts over all former employees and former employees and the total of the debts over all former employees and former employees and the total of the debts over all former employees.

#### Wright Leisure Limited

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
See separate listing of trade creditor		5,936,266.50		N/A	N/A	Creditor
	separate schedule to be provided on this - inleuded below in row 46		N/A	N/A	N/A	Advance payments
Utility accruals	Information for these will be already included on the trade creditors details sent through	870,937.60		N/A	N/A	Intercompany
Intercompany - Leeds	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	232,618.00		N/A	N/A	Intercompany
Intercompany - Wigan	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	19,088.00		N/A	N/A ·	Intercompany
Intercompany - Midco	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	38,528,680.00		N/A .	N/A	Intercompany
Intercompany - Topco	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	. 20,627,541.00		N/A	N/A	Intercompany
Other creditors and accruals	N/A	1,021,383.00		N/A	N/A	Various services
Deferred income	on memberships based on timing - done as a year end adjustment only	1,365,293.00		N/A	N/A	Advance payments
HMRC.		314,820.00		N/A ·	N/A	PAYE/NI & VAT
Lease incentives	Across the estate - Rent Free & Reverse Premiums	1,394,570.00		N/A	N/A	Lease incentives
,VCS (Vehicle Control Services)	2 Europa Court, Sheffield Business Park, Sheffield S91XE	Uncertain		N/A	N/A	Legal claim
British Gas	Included on trade creditor listing	Uncertain	N/A :	N/A	N/A	Legal claim
Insert as many lines as required - al	ove this line					
TOTAL	,	70,311,197,10		l	1	1

Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ('consumer deposit creditors'), and identify all creditors under hire-purchase, chattel leasting or conditional sale agreements and creditors claiming cretation of title over property in the company's passession.

Include in this schedule the number of employees and for note remainly oncess and the total of the debts owed to them and there of consumer deposit creditors and the total of the elbs owed to them. Full details of their claims must be set out in separate sche

#### COMPANY EMPLOYEES (INCLUDING FORMER EMPLOYEES)

laims of employees and former employees. This schedule is NOT delivered to the Registrar of Companies.							
Name of Creditor or Claimant		Address (with postcode)		Amount of debt	Details of any security held by	Date security	Value of
,				0.00			1
	•			-			1
							l l
	÷	•					]
Insert as many lines as required - abou	e this line						
TOTAL							-

Note: You make including the production, other has an employee, former employees and recommer reptilors of demands in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase, or the production of th

Include the third with a supplex sex and form the contract of the contract of

### CONSUMER DEPOSIT CREDITORS Claims of consumer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Com

Claims of consumer creditors claiming	amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Col	mpanies	
Name of Creditor or Claimant	Address (with postcode)	Amount of deb	t Details of any security held by Date security Value of
1	Amounts owing to Wakefield non transferring members	23,304.	95
	·	·	
Insert as many lines as required - abo	ve this line		
TOTAL		23,304	-95
TOTAL		70,334,502.	05 -

Name
Future Cleaning Services Ltd
PPL PRS Ltd
Johnson Health Tech UK Ltd XERC02
Jardines Property Developments Ltd - Milton Keynes Rent
Business Growth Fund
Leeds City Council - Leeds North 049 BR
CASFM Ltd
Industrials - Ryden LLP Leeds Rent Midos Properties Managment Limited - Wakefield Rent
Threadneedle Property Unit Trust - Bristol Rent
Vabeld UK Ltd - Doncaster Rent
Falkirk Council
CR Estates Ltd - Nottingham Rent
Swinegate Management Services Ltd - Rotherham Rent
Dudley Metropolitan Borough Council - Brierley Hill
Leeds City Council - Leeds 003
Paloma I (Retail I) Trustee I & II Ltd - Chesterfield Rent
Real Estate Investors Pic - NUL Rent
Bolton Central RP Ltd - Bolton Rent
Elandome Ltd - Hamilton Rent
St James's Place UK Pic - Dundee Rent
Mars Pension Trustees Ltd - Hartlepool Service Charges
Monmouthshire County Council - Newport Rent
Virtuagym Professional .
Picton (General Partner) No3 Ltd - Swansea Rent
SIP Properties LLP - Leeds North Rent
Mars Real Estate Investment - Edinburgh Rent
Cantor Properties 2 Ltd - Southend Rent
Pall Mall Investments Ltd - Rugby Rent
Central Midlands Estates Limited - Derby Rent
Planehouse Ltd - Speke Rent and Insurance
Incite Marketing Planning Ltd
Dean Property Services Limited - Wigan Rent Xscape Castleford Partnership - Castleford Rent
Dominion Corporate Trustees Ltd - Warrington Rent
Rugby Borough Council
FME Property Solutions Ltd
Roberts Yorkshire Ltd
Black Arrow Group Ltd - Livingston Rent
Savills Uk Ltd - Hull Rent
Hamcap (Cumbernauld) LLP - Cumbernauld Rent
East Lancashire Regeneration - Burnley Rent
JH
Boots Properties Ltd - Glasgow Rent
Derwent Holdings Ltd - Sheffield Kilner Rent
Grasshopper Holdings Ltd Wolverhampton Rent
Dean Property Services (North) Ltd - East Kilbride Rent
Middleton SC Ltd - Middleton Rent
Planehouse Ltd - Speke Service Charge and Insurance
B & Q Plc - Mansfield Rent
Les Mills Fitness UK Ltd
Sapphire (Harlow) Nominee Ltd - Harlow Rent
Business Stream Holding Account (9108903600)
Cathedral Leasing Limited
Munroe K Asset Management - Belle Vale Service Charge
The Northumberland Estates - Newcastle upon Tyne Rent
Haefele Software Ltd
JMC Surveyors Ltd - North Shields Service Charges & Insuranc
Hombeam CPAM Ltd - Milton Keynes SVC Chg & Electricity Leekes Ltd - Stoke Rent
Picton - Swansea Service Charge/Insurance

	Name	Address Line 1	Address Line 2
	Future Cleaning Services Ltd	8 Opus Avenue	York Business Park.
	PPL PRS Ltd	Mercury Place	St George Street
	Johnson Health Tech UK Ltd XERC02	East Court	Riverside Park
	Jardines Property Developments Ltd - Milton Keynes Rent Business Growth Fund	Lakeside, Shirwell Crescent	Furzton `
	Leeds City Council - Leeds North 049 BR	The Lewis Building	35 Bull Street
	CASFM Ltd	PO Box 60	Leeds
	Industrials - Ryden LLP Leeds Rent	Controlled House Unit A6 Axis Point Stenprop Industrials 4 Ltd	Hareshill Business Park 180 Great Portland Street
	Midos Properties Managment Limited - Wakefield Rent	147 Stamford Hill	London
	Threadneedle Property Unit Trust - Bristol Rent	PO Box 3550	Swindon
	Vabeld UK Ltd - Doncaster Rent		7th Floor
	Falkirk Council	C/O Mason Owen Property Consultants Municipal Buildings	
	CR Estates Ltd - Nottingham Rent	C/O Fisher Hargreaves Proctor Ltd	West Bridge Street 10 Oxford St
	Swinegate Management Services Ltd - Rotherham Rent	Oakgate Group Ltd	Castlegarth Grange, Scott Lane
	Dudley Metropolitan Borough Council - Brierley Hill	Revenue Services Division	PO Box 3
	Leeds City Council - Leeds 003	PO Box 60	Leeds
•	Paloma I (Retail I) Trustee I & II Ltd - Chesterfield Rent	C/O Ashdown Phillips & Partners	Pippingford Manor
	Real Estate Investors Pic - NUL Rent	C/O Mason Owen Property Consultants	7th Floor
	Bolton Central RP Ltd - Bolton Rent	C/O Savills (UK) Ltd	Management Treasury Departmen
	Elandome Ltd - Hamilton Rent	C/O Savills	Management Treasury Departmen
	St James's Place UK Pic - Dundee Rent		
	Mars Pension Trustees Ltd - Hartlepool Service Charges	C/O M J Mapp Ltd C/O JLL	180 Great Portland Street PO Box 62442
	Monmouthshire County Council - Newport Rent	C/O Alder King LLP	Pembroke House, 15 Pembroke R
	Virtuagym Professional	Oudezijds Achterburgwal 55-1	1012DB
	Picton (General Partner) No3 Ltd - Swansea Rent	C/O CBRE, Pacific House	
	SIP Properties LLP - Leeds North Rent	Thorp Arch Grange.	70 Wellington Street Walton Road.
	Mars Real Estate Investment - Edinburgh Rent	C/O Jones Lang LaSalle Ltd	PO Box 62442
	Cantor Properties 2 Ltd - Southend Rent	Wensley House	9 Purdeys Way, Purdeys Ind Est
	Pall Mall Investments Ltd - Southend Rent	144 Clapton Common	London -
	Central Midlands Estates Limited - Derby Rent	C/O Colliers International	50 George Street
	Planehouse Ltd - Speke Rent and Insurance	6 Llys Castan	Parc Menai Business Park
	Incite Marketing Planning Ltd	11 Soho Street	London
	Dean Property Services Limited - Wigan Rent	Springfield House	
	Xscape Castleford Partnership - Castleford Rent	C/O Savills (UK) Ltd	Water Lane
•	Dominion Corporate Trustees Ltd - Warrington Rent	C/O Lambert Smith Hampton (Nireland) Ltd	Management Treasury Department Clarence House, Property Manage
	Rugby Borough Council	Revenues Service	Town Hall, Evreux Way
	FME Property Solutions Ltd Roberts Yorkshire Ltd	Rutland House	Wood Fold
		Unit 4, Lotherton Way	Garforth
	Black Arrow Group Ltd - Livingston Rent Savills Uk Ltd - Hull Rent	3rd Floor, Profile West	950 Great West Road
	Hamcap (Cumbernauld) LLP - Cumbernauld Rent	Belvedere .	12 Booth Street
		C/O Gatehouse Property Management	8 John Street
	East Lancashire Regeneration - Burnley Rent JH	2 Reedley Business Centre	Redman Road
	Boots Properties Ltd - Glasgow Rent	34 Stoney Street D90 East S10	Nottingham .
	Derwent Holdings Ltd - Sheffield Kilner Rent	C/O Savills UK Ltd	1 Thane Road West
	Grasshopper Holdings Ltd Wolverhampton Rent	23a Church Lane	Management Treasury Departmen
	Dean Property Services (North) Ltd - East Kilbride Rent	Springfield House	Wolverhampton Water Lane
	Middleton SC Ltd - Middleton Rent	C/O Ashdown Phillips & Partners	
	Planehouse Ltd - Speke Service Charge and Insurance	C/O Mason & Partners Ltd	Pippingford Manor
	B & Q Plc - Mansfield Rent	C/o Corporate Occupier Real Estate Consulting Ltd	The Corn Exchange 69 Derwent Drive
	Les Mills Fitness UK Ltd	1 Alie Street	London
	Sapphire (Harlow) Nominee Ltd - Harlow Rent	C/O Savills (UK) Ltd	Management Treasury Departmen
	Business Stream Holding Account (9108903600)	7 Lochside View	Edinburgh ·
	Cathedral Leasing Limited	300 Relay Point	Relay Drive
	Munroe K Asset Management - Belle Vale Service Charge	14 Floral Street	London
	The Northumberland Estates - Newcastle upon Tyne Rent	Estates Office	Alnwick Castle
	Haefele Software Ltd	WeWork	30 Stamford Street
	JMC Surveyors Ltd - North Shields Service Charges & Insurance	47 Bury New Road	Prestwich Street
	Hombeam CPAM Ltd - Milton Keynes SVC Chg & Electricity	13 Furzton Lake	
	Leekes Ltd - Stoke Rent	Head Office, Mwyndy Business Park	Shirwell Crescent
	Picton - Swansea Service Charge/Insurance	C/O CBRE Ltd, Asset Services	Mwyndy
	Fiction - Swansea Service Chargerinstrance	C/O CBRE LIG, Asset Services	Pacific House, 70 Wellington St
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Name Future Cleaning Services Ltd	Address Line 1 8 Opus Avenue	Address Line 2 York Business Park	Address Line 3 Nether Poppleton	Address Line 4 North Yorkshire	Address line 5 YO26 6BL	Balance (£) 625.374.39
PPL PRS Ltd	Mercury Place .	St George Street	Leicester	LE1 1QG		225,793.09
Johnson Health Tech UK Ltd XERC02 Jardines Property Developments Ltd - Milton Keynes Rent	East Court Lakeside, Shirwell Crescent	Riverside Park	Campbell Road	Stoke-on-Trent	ST4 4DA	183,811.88
Business Growth Fund	The Lewis Building	35 Bull Street	Milton Keynes Birmingham	Buckinghamshire . B4 6AF		140,416.71 139,358.00
Leeds City Council - Leeds North 049 BR	PO Box 60	Leeds	LS2 8JR			138,240.00
CASFM Ltd Industrials - Ryden LLP Leeds Rent	Controlled House Unit A6 Axis Point Stenprop Industrials 4 Ltd	Hareshill Business Park 180 Great Portland Street	Hilltop Road London	Heywood  W1W 5QZ	OL10 2RQ	123,397.41 115,746,11
Midos Properties Managment Limited - Wakefield Rent	147 Stamford Hill	London	N16 5LG	WIW SQZ		102,000.00
Threadneedle Property Unit Trust - Bristol Rent	PO Box 3550	Swindon	SN3 9AP			98,998.00
Vabeld UK Ltd - Doncaster Rent Falkirk Council	C/O Mason Owen Property Consultants Municipal Buildings	7th Floor West Bridge Street	20 Chapel Street Falkirk	Liverpool FK1 5RS	L3 9AG	96,000.00 95,539.51
CR Estates Ltd - Nottingham Rent	C/O Fisher Hargreaves Proctor Ltd	10 Oxford St	Nottingham	NG1 5BG		95,539.51 92,169.45
Swinegate Management Services Ltd - Rotherham Rent	Oakgate Group Ltd	Castlegarth Grange, Scott Lane	Wetherby	West Yorkshire	LS22 6LH	91,190.80
Dudley Metropolitan Borough Council - Brierley Hill Leeds City Council - Leeds 003	Revenue Services Division PO Box 60	PO Box 3 Leeds	Council House LS2 8JR	Dudley	DY1 1HG	89,344.00 84,194,15
Paloma I (Retail I) Trustee I & II Ltd - Chesterfield Rent	C/O Ashdown Phillips & Partners	Pippingford Manor	Nutley	East Sussex	TN22 3HW	80,000.00
Real Estate Investors Pic - NUL Rent Bolton Central RP Ltd - Bolton Rent	C/O Mascn Owen Property Consultants C/O Savills (UK) Ltd	7th Floor	20 Chapel Street	Liverpool	L3 9AG	79,198.40
Botton Central RP Ltd - Botton Rent Elandome Ltd - Hamilton Rent	C/O Savills (UK) Ltd C/O Savills	Management Treasury Department Management Treasury Department	Belvedere, 12 Booth St Belvedere, 12 Booth Street	Manchester Manchester	M2 4AW M2 4AW	77,997.94 75,000.00
St James's Place UK Pic - Dundee Rent	C/O M J Mapp Ltd	180 Great Portland Street	London	W1W 5QZ	. 1012 77.00	70,000.00
Mars Pension Trustees Ltd - Hartlepool Service Charges Monmouthshire County Council - Newport Rent	C/O JLL C/O Alder King LLP	PO Box 62442	London	E14 1HA		68,152.62
Monmouthshire County Council - Newport Rent Virtuagym Professional	C/O Alder King LLP Oudeziids Achterburgwal 55-1	Pembroke House, 15 Pembroke Road 1012DB	Clifton Amsterdam	Bristol	BS8 3BA	67,385.60 64,569.01
Picton (General Partner) No3 Ltd - Swansea Rent .	C/O CBRE, Pacific House	70 Wellington Street	Glasgow	G2 6UA		64,160.04
SIP Properties LLP - Leeds North Rent Mars Real Estate Investment - Edinburgh Rent	Thorp Arch Grange, C/O Jones Lang LaSalle Ltd	Walton Road, PO Box 62442	Thorp Arch, Wetherby London	Yorkshire E14 1HA	LS23 7BA	63,312.00 60,000.00
Cantor Properties 2 Ltd - Southend Rent	Wensley House	9 Purdeys Way, Purdeys Ind Est	Rochford	E14 1HA Essex	SS4 1ND	58 500 00
Pall Mail Investments Ltd - Rugby Rent	144 Clapton Common	London	E5 9AG			58,000.00
Central Midlands Estates Limited - Derby Rent Planehouse Ltd - Speke Rent and Insurance	C/O Colliers International 6 Llys Castan	50 George Street Perc Menai Business Park	London	W1U 7GA		56,000.00
Incite Marketing Planning Ltd	11 Soho Street	London	Bangor W1D 3AD	, Gwynedd	LL57 4FH	55,706.25 54,998,40
Dean Property Services Limited - Wigan Rent	Springfield House	Water Lane	Wilmslow	Cheshire	SK9 5BG	54,856.50
Xscape Castleford Partnership - Castleford Rent Dominion Corporate Trustees Ltd - Warrington Rent	C/O Savills (UK) Ltd C/O Lambert Smith Hampton (Ntreland) Ltd	Management Treasury Department	Belvedere, 12 Booth St	Manchester Belfast	M2 4AW BT1 4NJ	54,456.81 54.000.00
Rugby Borough Council	Revenues Service	Clarence House, Property Management Accounts Town Hall, Evreux Way	4-10 May Street, Rugby	CV21 2RR	BIT 4NJ	54,000.00
FME Property Solutions Ltd	Rutland House .	Wood Fold	Sheffield	South Yorkshire	S3 9PE	51,586,71
Roberts Yorkshire Ltd Black Arrow Group Ltd - Livingston Rent	Unit 4, Lotherton Way 3rd Floor, Profile West	Garforth 950 Great West Road	Leeds Brentford	LS25 2JY Middlesex	TW8 9ES	51,396.00
Savills Uk Ltd - Hull Rent	Belvedere	12 Booth Street	Manchester	Middlesex M2 4AW	1W8 9ES	51,000.00 50.664.00
Hamcap (Cumbernauld) LLP - Cumbernauld Rent	C/O Gatehouse Property Management	8 John Street	Glasgow	G1 1JQ		50,000.00
East Lancashire Regeneration - Burnley Rent JH	2 Reedley Business Centre 34 Stoney Street	Redman Road Nottingham	Burnley NG1 1NB	Lancashire	BB10 2TY	49,408.53 49,056.00
Boots Properties Ltd - Glasgow Rent	D90 East S10	1 Thane Road West	Nottingham	NG90 1BS		48,000.00
Derwent Holdings Ltd - Sheffield Kilner Rent	C/O Savills UK Ltd	Management Treasury Department	Belvedere, 12 Booth Street	Manchester	M2 4AW	47,340.00
Grasshopper Holdings Ltd Wolverhampton Rent Dean Property Services (North) Ltd - East Kilbride Rent	23a Church Lane Springfield House	Wolverhampton Water Lane	West Midlands Wilmslow	WV2 4BT Cheshire	SK9 5BG	46,000.00 45,407.10
Middleton SC Ltd - Middleton Rent	C/O Ashdown Phillips & Partners	Pippingford Manor	Nutley	East Sussex	TN22 3HW	45,407.10
Planehouse Ltd - Speke Service Charge and Insurance	C/O Mason & Partners Ltd	The Corn Exchange	Brunswick Street	Liverpool	L2 0PJ	43,391.35
B & Q Plc - Mansfield Rent Les Mills Fitness UK Ltd	C/o Corporate Occupier Real Estate Consulting Ltd 1 Alie Street	69 Derwent Drive	Maidenhead E1 8DE	SL6 6LE		43,200.00 42,000.00
Sapphire (Harlow) Nominee Ltd - Harlow Rent	C/O Savills (UK) Ltd	Management Treasury Department	Belvedere, 12 Booth Street	Manchester	M2 4AW	41,445.00
Business Stream Holding Account (9108903600)	7 Lochside View	Edinburgh			EH12 9DH	36,880.51
Cathedral Leasing Limited  Munroe K Asset Management - Belle Vale Service Charge	300 Relay Point 14 Floral Straet	Relay Drive	Tamworth WC2E 9DH	Staffordshire	B77 5PA	36,121.74 35,313,68
The Northumberland Estates - Newcastle upon Tyne Rent	Estates Office	Alnwick Castle	Alnwick .	Northumberland	NE66 1NQ	35,049.80
Haefele Software Ltd JMC Surveyors Ltd - North Shields Service Charges & Insuranc	WeWork	30 Stamford Street	South Bank	London	SE1 9LQ	32,959.97
Hombeam CPAM Ltd - Milton Keynes SVC Chg & Electricity	47 Bury New Road 13 Furzton Lake	Prestwich Shirwell Crescent	Manchester Furzton	M25 9JY Milton Keynes	MK4 1GA	32,859.84 32,011.70
Leekes Ltd - Stoke Rent	Head Office, Mwyndy Business Park	Mwyndy	Pontyclun ·	CF72 8PN		31,879.08
Picton - Swansea Service Charge/Insurance	C/O CBRE Ltd, Asset Services	Pacific House, 70 Wellington St	Glasgow	G2 6UA		31,761.00
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Mars Pension Trustees Ltd - Hartlepool Rent Murroe K Asset Management - Beile Vale Rent Media Print Group Ltd Vabeld UK Ltd - Doncaster Service Charge & Insurance Farmfoods - St Helens Rent Wharfedale Properly Management Limited Lakeshore Estates Ltd - North Shields Rent The Northumberfand Estates Newcastle upon Tyne Service Charge Monmouthshire County Council - Newport Service Charge Femglen Ltd - Falkirk Rent Skye Cloud Ltd BNY Mellon Trust & Depositary UK - Shrewsbury Rent Bramall and Ogden Ltd - Sheffield Rent British Gas Trading Ltd - gas Dysco UK Ltd Origin Fitness Npower Ltd BOD LLP
Cable Properties & Investments Ltd - Sunderland Rent Green Park Interim & Executive Ltd
DotDigital Group plc Simrans Trading Ltd - Bradford Rent
Real Estate Investors Plc - NUL Service Charge & Insurance
ZeroOne Database Marketing Ltd
SSE Scottish & Southern Energy(6252816413) Deloitte LLP
Tesco Stores Ltd - Stockton North Electricity and Insurance
East Lancashire Regeneration Burnley Service & Ins British Independent Utilities(BIU)
Servatech Limited
Sapphire (Harlow) Nominee Ltd - Harlow Service Charges
CAPA
Water Plus Severn Trent Water Stoke (0147009695) Halls Reactive Maintenance
Business Stream Dundee (3003608)
WHN Consulting Ltd
Bolton Central RP Ltd - Bolton Service Charge & Insurance Automatic Data Processing Ltd
Water Plus St Helens (6002026148)
Pall Mall Investments Ltd - Rugby Insurance
Vanquish Technologies Ltd Western Power Distribution
Addleshaw Goddard LLP
Qualtrics LLC
First In Service Ltd
GYM Upholstery UK Mars Real Estate Investment - Edinburgh Service Charges
flecco
Global Autocare Ltd
Doncaster Metropolitan Borough Council Perkville Inc
M7 Real Estate Investment Partners - Renfrew Rent
Brabners
Ashfield Grounds Maintenance
Jardines Property Developments Ltd - Milton Keynes Insurance HMC Health Management Company GMBH
Threadneedle Prop Unit Trust - Bristol Service Charge & Insu
Nottingham City Council
Business Stream Renfrew (2631235 & 2631232)
Water Plus United Utilities - Wigan (4192389252) Water Plus Smethwick (0983033662)
Wexer Virtual Ltd

C/O JLL
14 Floral Street
Unit 5/6 Park Lane Industrial Estate
C/O Mason Owen Property Consultants
7 Greens Road
The Estate Office
C/O JMC Surveyors Ltd .
Estates Office
C/O Alder King LLP
Crown House
57 The Base,
C/O Savills UK Ltd
3rd Floor
Millstream
Atterbury Lakes
21 Cliftonhall Road
Windmill Hill Business Park
Central Square Riverside Park Road
54 Brooks Mews
No1 London Bridge
Unit 1 Handel Street
C/O Mason Owen Property Consultants
Suite 18
Craig Menzies
The Pinnacle
Assets & Estates, Highwoods (2nd Floor)
East Lancashire Regeneration Ltd
St Annes Buildings
Chapelthorpe Hall
C/O Savills (UK) Ltd
Consultiam Property Limited
Providence Row
The Elsie Whiteley Centre
7 Lochside View
Manor Farm
C/O Savills (UK) Ltd
Syward Place
Two Smithfield
144 Clapton Common
Unit A, Ascensis Tower
Accounts Receivable
Finance Department
Costello House
Unit 2 Windsor Industrial Estate
1 Vision Park
C/O JLL
The Ohm Building
Global One
Finance and Corporate Services
344 Thomas L Berkley Way
C/O Lee Baron Ltd
Horton House
32 Victoria Drive
Lakeside, Shirwell Crescent
Lonsstr 55A
PO Box 3550
Business Rates
7 Lochside View

PO Box 62442
London
Park Lane
7th Floor
Blairlinn
Thorpe Arch Estate
47 Bury New Road
Alnwick Castle
Pembroke House, 15 Pembroke Road
North Circular Road
Victoria Road
Management Treasury Department
30 Victoria Avenue
Maidenhead Road
Milton Keynes
Edinburgh
Whitehill Way
29 Wellington Street
Middlesborough
London
London
Listerhills
7th Floor
The Chubb Buildings
Grampion House
150 Midsummer Boulevard
2 Falcon Way Shire Park
2 Reedley Business Centre
349 Clifton Drive North
Church Lane
Management Treasury Department
7 Stratford Place
Durham
Halifax
Edinburgh
Milcombe
Management Treasury Department
Pycroft Road
Leonard Coates Way
London
Juniper Drive, Battersea Reach
PO Box 231
Sovereign House
1 Clarendon Row
Rupert Street
Edison Way
PO Box 62442
Suite 1b, Didsbury Technology Park
Gelderd Road
Colonnades House
Oakland
Walmar House, 6th Floor
Exchange Flags
Horsforth
Furzton
Wuppertal
Swindon
Admail 3428
Edinburgh
PO BOX 12459
Harlow

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WC2E 3DH         West Midlends         B69 4JX         27,897.0           20 Chapel Street         Liverpool         L3 9AG         27,197.3           20 Chapel Street         Liverpool         L3 9AG         27,197.3           Cumbernauld         G7 2TU         26,352.2         26,302.2           West Yorkshire         LS23 7FZ         26,815.6           Prashwich         Manchaster         M25,912.2         54,000.2           All Minks         Northumberland         NE66 1N0         25,276.8           Eliftion         Bristol         Bristol         23,275.12         275.12           London         Dartford         OA1 5FS         23,751.2	London	E14 1HA		30,000,00
Oldbury         West Midlendes         869 4 JX         27,887.0           20 Chapel Street         Liverpool         L3 9AG         27,107.3           Cumbernauld         G87 2TU         26,335.2         27,107.3           Walthorby         Wast Yorkshire         L\$23 7EZ         26,818.5           Prashwich         Manchaster         M25 9JY         25,400.0           Allmick         Northumberfland         NE66 1NO         25,778.8           Cliffon         Bristol         B88 3BA         24,795.6           Lordon         NW10 7PN         24,399.0         24,399.0           Lordon         NW10 7PN         24,399.0         24,399.0           Lordon         NW10 7PN         All SGD         21,393.8           Belevedere, 12 Booth St         Manchester         M2 4AW         22,500.0           Windsor         Berkshire         SL4 5GD         22,323.1           Elv28 BPW         Swindon         SN5 6PB         2,000.0         22,323.2           Leeds         West Yorkshire         LS1 4DL         20,756.2         22,529.9           Wink LGG         SWest Yorkshire         LS1 4DL         20,000.0         22,529.9         22,529.9         22,529.9         22,529.9         22	WC2E 9DH		•	
Cumbernaud Weitherby West Yorkshire Weitherby West Yorkshire West Yorkshire Ristol Cititon Bristol Cititon Bristol Cititon Bristol Darflord Business Park Darflord Darfl	Oldbury	West Midlends	B69 4JX	27,887,07
Wehrerby         West Yorkshire         LS23 7FZ         26,316,6           Presswich         Manchester         M25 917         25,000           All wick         Northumberland         NE66 1NO         25,276,8           Ciltion         Bristol         B88 3BA         24,956,0           London         Darfford         Darfford         DA1 5FS         23,751,2           Belvedere, 12 Booth St         Manchester         M2 4AW         22,900,0           Harrogate         Mroth Yorkshire         MG1 5PR         22,500,0           Buckinghamshire         MK10 SRG         21,538,8         21,232,9           Buckinghamshire         MK10 SRG         21,232,9         21,232,9           Swindon         SN5 6PB         20,000,0         20,000,0           Wirk 4EG         20,000,0         20,000,0         20,000,0           SE1 986         West Yorkshire         BD7 1JB         19,932,6           Braddord         West Yorkshire         BD7 1JB         19,932,6           Erred Wilkork Ker         West Yorkshire         BD7 1JB         19,932,6           Erred Wilkork Ker         West Yorkshire         BD7 1JB         19,932,6           Erred Wilkork Ker         West Yorkshire         BD7 1JB </td <td>20 Chapel Street</td> <td>Liverpool</td> <td>L3 9AG</td> <td>27,107,31</td>	20 Chapel Street	Liverpool	L3 9AG	27,107,31
West Porkshire	Cumbernauld	G67 2TU		26,935.20
Prostwich         Manchaster         M25 9JY         25,400,0           Allwick         Northumberland         NE66 1NO         25,278,0           Ciliton         Bristol         BS8 3BA         24,795,6           London         A930,0         24,995,6           Dartford         DA1 5FS         23,751,2           Belevedere, 12 Booth St         Manchester         M2 4AW         22,500,0           Windsor         Berkshire         SL4 5GD         22,332,1           Kindon         SN 5GPB         22,500,0         20,000,0           Swindon         SN 5GPB         20,000,0         20,000,0           Swindon         SN 5GPB         20,000,0         20,000,0           SE1 9BB         Bradford         West Yorkshire         LS1 4DL         20,000,0           SE1 9BB         Bradford         West Yorkshire         BD7 1JB         19,926,2           SE1 9BB         Bradford         West Yorkshire         BD 1JB         19,601,2           SE1 9BB         Bradford         West Yorkshire         BD7 1JB         19,601,2           Chhapel Street         West Yorkshire         BD7 1JB         19,601,2           Well 1HT         Blood         1,740,0         1,740,0 <td>Wetherby</td> <td></td> <td>LS23 7FZ</td> <td>26,818.64</td>	Wetherby		LS23 7FZ	26,818.64
All mwick   Northumberland   NE66 1NQ   25.278,8	Prestwich	Manchester	M25 9JY	25.400.00
Difficion   Bristol   BS8 3BA   24,795,6	Alnwick -	Northumberland ·		25.276.89
London	Clifton			
Dartford Business Park Belveder, 12 Booth St Manchester M2 4AW 2,500.00 Manchester M2 4AW 1,533.64 Manchester M2 4AW 1,532.64 Manchester M2 4AW 1,533.64 Manchester M2 4AW 1,533.65 Man	London	NW10 7PN		
Belvedere, 12 Booth St         Manchester         M2 4AW         22,590.00           Harrogate         North Yorkshire         HG1 5PR         22,500.00           Windsor         Berkshire         SL4 5GD         22,323.18           Buckinghamshire         MK10 9RG         21,528.88           EH28 BPW         SN5 6PB         20,000.00           Swindon         SN5 6PB         20,000.00           Leeds         West Yorkshire         LS1 4DL         20,756.21           Stage Street         West Yorkshire         LS1 4DL         20,000.00           Stage Street         West Yorkshire         BD7 1JB         19,932.61           Bradford         West Yorkshire         BD7 1JB         19,932.61           Bradford Street         Liverpool         L3 9AG         18,259.4           Fyer Street         Wokerhampton         W1 1HT         18,000.00           Wolwyn Garden Chy         Hertfordshire         AL7 1AB         17,757.11           Redman Road         Burrley         BB10 2TY         17,086.31           Lytham St Annes         Lancashire         FY8 2NA         17,056.61           London         W1C 1AY         16,474.51           DH1 1RR         H3         16,474.51			DA1 5FS	
North Yorkshire		Manchester		
Windsor         Berkshire         SL4 5GD         22,323,18           Buckinghamshire         MK10 9RG         21,538,8           EH28 BPW         SN5 6PB         20,500,20           Swindon         SN5 6PB         20,000,00           Svindon         SN5 6PB         20,000,00           Steads         West Yorkshire         LS1 4DL         20,756,20           Steads         West Yorkshire         LS1 4DL         20,000,00           Ste1 9B6         BD7 1JB         19,932,61         19,932,61           Bradford         West Yorkshire         BD7 1JB         19,902,61           Fyert Street         Woherhampton         W1 1HT         18,000,00           200 Durkeld Road         Perth         PH1 3GH         17,984,00           Wolwyn Garden City         Hertfordshire         AL7 1AB         17,197,11           Wolwyn Garden City         Hertfordshire         AL7 1AB         17,197,11           Wakefield         Bunderer, 12 Booth Street         Lancashire         FY8 2NA         17,656,1           London         W1C 1AY         16,413,2         16,474,5           DH1 1RR         H3 5ER         H2 129 DH         15,893,5           H2 15 Sen AG         Marchester <td< td=""><td></td><td></td><td></td><td></td></td<>				
Buckinghamshire				
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Swindon				
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TS2 1 OW WIK 4 EG SE1 9B6 Bradford West Yorkshire BD7 1 JB 19,601,22 20 Chapel Street Liverpool L3 9AG 18,299,4 Fiyer Street Wohrenhampton WV1 1HT 18,000,00 20 Durkeld Road Perth PH1 3GH 1,7984,01 Milton Keynes MKS 1 FD 17,400,01 Welvyn Garden Ctly Herfordshire AL7 1AB 17,175,174 Welvyn Garden Ctly Herfordshire AL7 1AB 17,175,174 Wakefield Bervedere, 12 Booth Street London W1C 1AY 16,543,94 Until 1RR 18,100,100 WIC 1AY 16,543,94 WIC 1AY 16,			. 181 /DI	
WIK 4EG SE1 986 Bradford West Yorkshire BD7 1,8 19,932,66 Bradford West Yorkshire BD7 1,8 19,932,66 Bradford Bradford Uest Yorkshire BD7 1,8 19,932,66 Bradford Bradford Bradford Bradford Bradford Bradford Bradford Bradford Bradford Bryssel Fyer Street Wohverhampton WV1 1HT 18,000,07 200 Dunkeld Road Perth WK9 1FD 17,400,07 WK9 1FD 18,918,918 Bradford 18,918,918 Brehvedere, 12 Booth Street London UNI 1RR HX1 5ER EH12 9DH 16,674,57 Bradford 16,914,914 Bradford		**est Torkshire	LOTADE	
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Bradford				
20 Chapel Street         Liverpool         L3 9AG         18 259.4           Fyer Street         Workenhampton         W1 1HT         18,000.0           200 Durkeld Road         Perth         PH1 3GH         17,954.0           Willon Keynes         MKS 1FD         17,406.0         17,954.0           Welwyn Garden City         Hertfordsthire         AL7 1AB         17,157.1           Redman Road         Burley         BB10 2TY         17,055.6           Wekkefleid         WF4 3JB         61918           Behvedere, 12 Booth Street         Manchester         M2 4AW         16,543.9           London         WIC 1AY         44W         16,543.9           HX1 SER         EH12 9DH         18,683.5           Behvedere, 12 Booth St         Manchester         M2 4AW         15,934.7           Behvedere, 12 Booth St         Manchester         M2 4AW         15,934.7           Behvedere, 12 Booth St         Manchester         M2 4AW         15,943.7           Behvedere, 12 Booth St         Manchester         M2 4AW         15,943.7           Chertsey         Surrey         KT16 6JT         14,878.1           Stoke-On-tent         ST1 4FD         14,878.1         14,878.1           Bundo		Most Vadyshire	DD7 1 ID .	
Fiver Street Wokerhampton W/I HT 18,000,00 200 Durkeld Road Perith PH1 3GH 17,980,00 200 Durkeld Road Ph1 3GH 27,990,00 2				
200 Durkeld Road				
Millon Keynes				
Wolwyn Garden City			PH1 3GH	
Redman Road   Burrley				
Lyham SI Annes         Lancashire         FY8 2NA         17,056.8         16,918.8           Belvedere, 12 Booth Street         Manchaster         M2 4AW         16,918.8         16,918.8           London         WI C 1AY         16,543.5         16,918.8         16,918.8           DH1 1RR         WI C 1AY         16,320.2         16,071.8         17,071.8         16,071.8         17,071.8         16,071.8         16,071.8         17,071.8         16,071.8         17,071.8         17,071.8         17,071.8         17,071.8         17,071.8         17,071.8         17,071.8         17,071.8         17,071.8				
Wakefield Behveder, 12 Booth Street London         WF4 3 JB         16,819.8 Behveder, 12 Booth Street London         M2 4AW         16,974.5 London         16,71.6 London         16,202.5 London         14,978.1 London         18,202.5 London         14,978.1 London         13,906.6 London         14,978.1 London         14,978.1 London         13,906.6 London         PL4 0YU         13,906.6 London         13,906.6 London         PL4 0YU         13,906.6 London         13,906.6 London         12,748.1 London         13,166.1 London         13,166.1 London         13,166.1 London         13,276.0 London         13,166.1 London         13,276.0 London         13,166.1 London         13,276.0 London         13,276.0 London         13,166.1 London         13,276.0 London         13,166.1 London         13,276.0 London         13,451.4 London         12,989.9 Manchester         13,045.2 London         13,045.2 London         13,045.2 London         13,045.2 London         14,045.2 London         13,045.2 London         14,045.2 London <td></td> <td></td> <td></td> <td></td>				
Belvedere, 12 Booth Street         Manchester         M2 4AW         16,674,51           London         WIC 1AY         16,543,51           DH1 1RR         16,202,21         16,071,61           HX1 5ER         EH12,9DH         15,869,51           Banbury         Oxfordshire         OX15,4RG         15,935,61           Belvedere, 12 Booth St         Manchester         M2,4AW         15,935,61           Chertsey         Surrey         KT16,6JT         14,878,11           Sloke-On-trent         ST1 4FD         KT16,6JT         14,878,11           E5 OAG         SW18 1AY         13,984,15         14,183,41           London         SW18 1AY         13,984,15         13,984,15           Dubin 2         DBY 74AS         13,610,11         13,275,01           Burnley         BB12 DDS         13,043,2         13,043,2           Lordon         E14 1HA         12,986,2         13,043,2           Duke Street         Doncaster         DN 1 ER         12,005,4           California         A 94612         11,005,4         11,005,4           Lordor         L2 3YL         LS1 4BL         11,114,2         12,962,0           Ukerpool         L2 3YL         West Yorkshire			FY8 2NA	
London			•	
DH1 1RR HX1 5ER			M2 4AW	
HX1 SER    Banbury		W1C 1AY		
Bambury				
Banbury         Oxfordshire         OX15 4RG         15,404.7           Balvedere, 12 Booth St         Manchester         M2 4M2         15,304.7           Bellvedere, 12 Booth St         Manchester         M2 4M2         15,336.7           Chertsey         Surrey         K16 6JT         14,878.1           Stoke-On-Irent         ST1 4FD         14,182.4           ES DAG         14,183.4         13,984.5           ES DAG         W81 81AY         13,986.1           Ellidit Road         Pymouth         PL4 0YU         13,980.5           PO Box 8, Sovereign Street         Leeds, West Yorks         LS1 1HQ         13,841.4           Dublin 2         DEZ TA43         13,765.1         13,765.1           Birmingham         B7 4PR         13,166.1         13,764.2           London         E14 1HA         12,986.9         13,043.2           Leeds         West Yorkshire         LS12 6LZ         12,986.9           Leeds         West Yorkshire         LS12 6LZ         12,493.4           Uber Street         Doncaster         DN1 1ER         12,005.2           California         CA 94612         11,901.4         13,011.4           298 Regent Street         Manylebone, London         <	HX1 5ER	•		
Balvedere, 12 Booth St         Manchester         M2 4AW         15.393.6           Chertsey         Surrey         KT16.6JT         14.878.1*           SIcke-On-trent         ST1.4FD         14.813.2           E5 0.GC         14.813.2           London         SWI8 1AY         13.964.5           Ellibit Road         Pymouth         PL4 0YU         13.964.5           PO Box 8, Sovereign Street         Leeds, West Yorks         LS1 1HQ         13.841.4           D02 TA43         13.757.0         13.757.0           Birmingham         B7 4PR         13.166.1           Bumley         B812 DDS         13.043.2           London         E14 1HA         12.896.0           Leads         West Yorkshire         LS12 6LZ         12.443.4           Duke Street         Doncaster         DN1 1ER         12.005.4           Galffornia         CA 94612         11.901.4         11.901.4           Leeds         West Yorkshire         LS18 4PW         11.145.12           Leeds         West Yorkshire         LS18 4PW         11.114.2           Milton Keynes         Buckinghamshire         LS18 4PW         11.114.2           42289         SS83 SAP         10.253.5				
Surrey				
Sloke-On-trent				
### SW18 1AY   14,1834   14,1834   14,1834   14,1834   14,1834   14,1834   13,184,181   13,184,1			KT16 6JT	
London   SWIB 1AY   13,986.5		ST1 4FD		
Elliot Road	E5 0AG		4	14,183.45
PO Box 8, Sovereign Street Doublin 2 Doublin 2 Doublin 2 Doublin 3 Doublin 4 Doublin 4 Doublin 5 Doublin 4 Doublin 5 Doublin 5 Doublin 5 Doublin 6 Doublin 6 Doublin 6 Doublin 6 Doublin 6 Doublin 6 Doublin 7	London			13,964.59
Dublin 2         D02 TA43         13,275,0           Birmingham         B7 4PR         13,166,1           Burnley         B812 DDS         13,043,2           London         E14 1HA         12,985,0           Manchester         M20 2AF         12,985,0           Leads         West Yorkshire         LS12 6LZ         12,443,4           Duke Street         Doncaster         DN1 1ER         12,005,0           California         CA 94612         W18 3AP         11,451,2           Liverpool         L2 3YL         Leeds         West Yorkshire         LS18 4PW         11,462,0           Ledas         West Yorkshire         LS18 4PW         11,190,4         42289           SN3 9AP         NG 14XX         10,252,1         10,263,0           Nottingham         NG1 4XX         EH12 9DH         10,783,0           Childough         EH2 9DH         3,938,8         1,936,8           Childough         CM20 9PH         9,976,7         9,976,7				
Birmingham         B7 4PR         13,166.1           Burnley         B12 0DS         13,043.2           London         E14 1HA         12,989.9           Manchester         M20 2AF         12,960.0           Leads         West Yorkshire         LS12 6LZ         12,493.4           Duke Street         Doncaster         DN1 1ER         12,005.0           California         CA 94612         11,901.4         11,901.4           Liverpool         L2 3°T         11,450.2         11,460.0           Leads         West Yorkshire         LS18 4PW         11,146.2           Hufflon Keynes         Buckinghamshire         LS18 4PW         11,146.2           42289         SWS 3AP         10,525.1         10,640.0           NG 14XX         10,425.5         Ethlugham Edinburgh         10,425.5           Edinburgh         EH12 9DH         10,783.6         10,425.5           Edinburgh         EM2 9PH         9,785.7         9,785.7	PO Box 8, Sovereign Street	Leeds, West Yorks	LS1 1HQ	13,841.40
Burnley         BB12 DDS         13,043.2           London         E14 1HA         12,989.0           Manchester         M20 2AF         12,960.0           Leads         West Yorkshire         LS12 6LZ         12,960.0           Duke Street         Doncaster         DN1 1ER         12,043.4           California         C A 94612         W18 3AP         11,451.2           Liverpool         L2 3YL         Leeds         West Yorkshire         LS18 4PW         11,140.0           Leads         West Yorkshire         LS18 4PW         11,190.4         42289         11,990.4           SN3 9AP         NG 14XX         10,525.1         10,625.1         10,242.5         10,242.5           Vest Portshurgh         EH12 9DH         10,753.2         10,425.5         12,640.0         10,725.5         10,640.0         10,752.5         10,640.0         10,725.5         10,640.0         10,725.5         10,640.0         10,725.5         10,640.0         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5         10,725.5	Dublin 2	D02 TA43		13,275.00
London	Birmingham	B7 4PR		13,166.18
Manchester         M20 2AF         12,950.0           Leads         West Yorkshire         LS12 6LZ         12,453.4           Duke Street         Doncaster         DN1 1ER         12,000.5           California         CA 94612         12,902.5         11,901.4           Liverpool         L2 3YL         11,402.0         11,402.0           Leads         West Yorkshire         LS18 4PW         11,142.4           Willion Keynes         Buckinghamshire         LS18 4PW         11,199.4           V2289         10,640.0         10,525.1           NN3 9AP         10,525.1         10,423.5           Nottingham         NG1 4XX         EH12 9DH         10,778.3           Edirburgh         EH2 9DH         10,978.3           Harlow         CM20 9PH         9,388.8           CM20 9PJ         9,076.7	Burnley	BB12 ODS		13,043.23
Leads         West Vorkshire         LS12 6LZ         12.443.4           Duke Street         Doncaster         DN1 ER         12.005.2           California         CA 94612         11.901.4           296 Regent Street         Manylebone, London         WB 3AP         11.451.2           Liverpool         L2 3YL         11.400.0           Leeds         West Yorkshire         LS18 4PW         11.114.2           Willion Keynes         Buckinghamshire         LS18 4PW         11.909.4           42289         SNS 3AP         10.525.1         10.640.0           Nottingham         NG1 4XX         10.425.5         10.425.5           Edinburgh         EH12 9DH         10.078.3           Harlow         CM20 9P1         9.767.7         9.767.8	London	E14 1HA		12,989.9
Duke Street         Oncaster Of California         DN1 1ER         12,000,5 (2016)           California         CA 94612         11,901,4 (2016)           296 Regent Street         Marylebone, London         W1B 3AP         11,451,2 (10,000)           Liverpool         L2 3YL         LS 18 4PW         11,142,4 (10,000)           Ledads         West Yorkshire         LS18 4PW         11,190,4 (10,000)           Wilton Keynes         Buckinghamshire         10,640,4 (10,000)           SN3 9AP         NG1 4XX         10,429,5 (10,42	Manchester	M20 2AF		
California         CA 94612         11,951,4           298 Regent Street         Manylebone, London         W1B 3AP         11,451,2           Lèverpool         L2 3YL         11,400,0           Leeds         West Yorkshire         LS18 4PW         11,114,2           42289         Buckinghamshire         10,954,0           NSI 39AP         10,252,0           Nottingham         NG1 4XX         10,425,0           Edinburgh         EH12 9DH         10,783,0           Harlow         CM20 9P1         9,787,8           MCR20 9P3         9,787,8         70,787,8	Leeds	West Yorkshire	LS12 6LZ	12,443,4
California         CA 94612         11,951,42           298 Regent Street         Manylebone, London         W1B 3AP         11,451,42           Liverpool         L2 3YL         11,400,01           Ledats         West Yorkshire         LS18 4PW         11,142,00           Militon Keynes         Buckinghamshire         11,090,41           42289         10,542,01           NSI 39AP         19,252,1           Nottingham         NG1 4XX         10,425,5           Edinburgh         EH12 9DH         10,783,61           Harlow         CM20 9P1         9,787,8           MCM20 9P3         9,787,8         10,782,7	Duke Street	Doncaster	DN1 1ER	12,000,5
Liverpool L2 3YL 11,400,0 Leda's West Yorkshire LS18 4PW 11,114,0 Milton Keynes Buckinghamshire 11,090.4 42289 10,225.1 Nottingham NG1 4XX 10,425.5 Edinburgh NG1 4XX EH12 9DH 10,783.1 Harlow CM20 9PH 9,388.8 9,368.6 NG20 9PJ 9,076.7	California	CA 94612		
Liverpool L2 3YL 11,400,0 Leda's West Yorkshire LS18 4PW 11,114,0 Milton Keynes Buckinghamshire 11,090.4 42289 10,225.1 Nottingham NG1 4XX 10,425.5 Edinburgh NG1 4XX EH12 9DH 10,783.1 Harlow CM20 9PH 9,388.8 9,368.6 NG20 9PJ 9,076.7	296 Regent Street	Marviebone, London	W1B 3AP	11.451.2
Leads         West Yorkshire         LS18 4PW         11,114,2           Milton Keynes         Buckinghamshire         11,090,4           42289         10,640,01           SN3 9AP         10,525,1           Nottingham         NG1 4XX         10,425,5           Edinburgh         EH12 9DH         10,078,3           Harlow         CM20 9PH         9,388,8           MCM20 9PJ         9,076,7				
Milton Keynes Buckinghamshire 11,090,4 42289 10,6400 SN3 9AP 10,525,1 Nottingham NG1 4XX 10,422,5 Edinburgh EH12 9DH 10,783, Harlow CM20 9PH 9,388,8 NG20 9P 9,076,7			LS18 4PW	
42289 10,640,01 SN3 9AP 10,525,11 Nottingham NG1 4XX EH12 9DH 10,078,31 Holtingh CM20 9PH 9,388,81 CM20 9PJ 9,076,71			2010 11 11	
\$N3 9AP 10,525.11 Nottingham NG1 4XX 110,429.5 Edinburgh EH12 9DH 10,078.3 Harlow CM20 9PH 9,388.8 0,0020 9PJ 9,076.7		Dock ignation in		
Nottingham         NG1 4XX         10,429.5           Edinburgh         EH12 9DH         10,782.3           Harlow         CM20 9PH         9,888.8           CM20 9PJ         9,076.7				
Edinburgh EH12 9DH 10,078.3 Harlow CM20 9PH 9,388.8 CM20 9PJ 9,076.7		NG1 AYY		
Harlow CM20 9PH 9,388,8 CM20 9PJ 9,076,7		1101 400	EH12 GDH	
CM20 9PJ . 9,076.79				
			CIMIZO SPIT	
	EC2M 4PL			9,076.78

UK Active
Water Plus United Utilities - St Helens (4213653686)
Imagesound Ltd
Michael Page International Recruitment Limited
Hutchison Technologies
Water Plus - Mansfield (7000949578)
Arcus Ventures Ltd - Darlington Rent
Wakefield County Council - Wakefield
St James's Place UK Plc - Dundee Insurance
Bedside Manor
Rochford District Council - Southend BR
Derwent Holdings Ltd - Sheffield Kilner Service Charges & In
Emcon Industries Ltd
Industrials - Ryden LLP Leeds Service Charge
Arcus Ventures Ltd - Darlington Insurance
Paloma I (Retail I) Trustee I & II Ltd - Chesterfield Servic
Farmfoods St Helens Insurance and Service Charges
B & Q Plc - Mansfield Insurance
RingCentral UK Ltd
Middleton SC Ltd - Middleton Insurance
North Tyneside Council - Newcastle upon Tyne
DO NOT USE - OLD MANAGING AGENT
Freshworks Technologies UK Ltd
Midos Property Management Limited - Wakefield Insurance
Wakefield County Council - Castleford
Rapleys LLP
Colliers International Rating UK LLP
Arcus Ventures Ltd - Smethwick Insurance
Warrington Borough Council
Planehouse Ltd - Speke Electricity
DLA Piper
Business Stream Livingston (2681298)
M7 Real Estate Investment Partners - Renfrew Service Charge
Perkbox Ltd
Business Stream East Kilbride(2631727)
Gazprom Energy MGS Ltd
Henderson Decorators
Leopard Business Solutions Ltd
Think Architecture & Design Ltd
Mondial Lighting Company Limited
Darlington Borough Council
Black Arrow Group Ltd - Livingston Insurance
Romero Insurance Brokers Ltd
Cantor Properties 2 Ltd - Southend Service Chg and Insurance
Ugam Solutions Pvt Ltd
SIP Properties LLP - Leeds North Insurance
Leisure Jobs Ltd
Bradford Metropolitan District Council
Key Electrical Solutions Ltd
LS19 Limited
Creative Ads
Water Plus - Burnley (6000853887)
Castle Water Hounslow (TW1581957192)
Sculpt Digital Ltd
Wave NUT 316019600011(NWG Ltd)
Sound Dynamics Ltd
CP Estates I td., Nottingham Incurance

PO Box 50	
Venture Way	Warrington Dunston Technology Park
3rd Floor	Wellington House, 20 Queensmere
Innovation Centre	1 Harrison Road
Water Plus	PO BOX 12460
***************************************	Arthington Hall
Corporate Services - Revenues	Business Rates, Wakefield One
C/O M J Mapp Ltd	180 Great Portland Street
HEM House Car Park	Kirkstall Road
Business Rates, Council Offices	South Street
C/O Savills UK Ltd	Management Treasury Department
Unit 3C, Park Mill Way	Clayton West
Stenprop Industrials 4 Ltd	180 Great Portland Street
	Arthington Hall
C/O Ashdown Phillips & Partners	Pippingford Manor
7 Greens Road	Blairlinn
C/o Corporate Occupier Real Estate Consulting Ltd	69 Derwent Drive ·
85 Uxbridge Road	Ealing Broadway
C/O Ashdown Phillips & Partners	Pippingford Manor
Revenue and Benefit Service	Quadrant East, 16 The Silverlink No
CBRE - Renfrew Service Charge/Insurance	
26 Hatton Garden	London
147 Stamford Hill	London
Corporate Services - Revenues	Business Rates, Wakefield One
Falcon Road	Hinchingbrooke Business Park
1st Floor .	50 George Street
Henderson Insurance Brokers	Trueman House
Benefits & Exchequer Services	New Town House
C/O Mason Partners LLP	The Corn Exchange, Brunswick Stre
160 Aldersgate Street	London
7 Lochside View	Edinburgh
C/O Lee Baron Ltd	Walmar House, 6th Floor
50 Finsbury Square	London
7 Lochside View 5th Floor, Bauhaus	Edinburgh
Building 83 Bay 4	27 Quay Street
Bes Cottage	The Pensnett Estate 59 Main Street
Cornhill Farm	East Challow
29B Shire Oak Road	Headingley
Bridge End House Lowlane	Horsforth
Revenues and Benefits	Town Hall
3rd Floor, Profile West	950 Great West Road
Nicola Murphy	Romero House
Wensley House	9 Purdeys Way, Purdeys Ind Est
Dean Bradley House	Horseferry Road
Thorp Arch Grange,	Walton Road,
Unit 12 Cloisters House	8 Battersea Park Road
Revenues & Benefits Service	Britannia House
22 Newport	Lincoln
63 Southway	Guiseley
1 Bradford Road	Dewsbury
	PO BOX 12459
	1 Boat Brae
No1 Aire Street	Leeds
	Northumbria House
AV House .	Sunny Bank Gardens
C/O Fisher Hargreaves Proctor Ltd	10 Oxford Street
Finance Department	The Council House
The Gables	Langwith Avenue
15 Atholi Crescent	Edinburgh

London	WC1A 1PX	•	8,857.76
WA55 1AQ		1	8,695.94
Chesterfield	S41 8NE ·		8,576,60
Slough	Berkshire	SL1 1DB	8,568.00
Dundee	DD2 3SN		8,243.94
Harlow	CM20 9PJ		8,220.37
Arthington Lane	Arthington, Otley	LS21 1PH	8,172.05
PO BOX 700, Burton Street	Wakefield	WF1 2EB	8,171.16
London	W1W 5QZ		7,993,34
Leeds	West Yorkshire	LS4 2QD	. 7,880.00
Rochford	Essex	SS4 1BW	7,812.00
Belvedere, 12 Booth Street	Manchester	M2 4AW	7,802.60
Huddersfield	West Yorkshire	HD8 9XJ	7,548.00
London	W1W 5QZ		7,502.66
Arthington Lane	Arthington, Otley	LS21 1PH	7,427.02
Nutley	East Sussex	TN22 3HW	7,173.43
Cumbernauld	G67 2TU		7,122.83
Maidenhead .	SL6 6LE W5 5TH		7,068.47
London		THOS SHIM	6,809.91
Nutley	East Sussex	TN22 3HW	6,544.13
Cobalt Business Park	Newcastle upon Tyne	NE27 0BY	6,510.00
EC1N 8BR	•		6,348.44 6,216.00
N16 5LG	* *		6,200,35
PO BOX 700, Burton Street	Wakefield	WF1 2EB	6,184.45
Huntingdon	PE29 6FG	WF1 2C0	6,032.64
London	W1U 7GA		6,000,00
Capitol Park, Leeds	West Yorkshire	LS27 OTS	5,929.23
	Warrington	WA1 2NH	5.922.00
Liverpool	L2 OPJ	******	5,877.51
EC1A 4HT			5,731.20
		EH12 9DH	5.710.46
296 Regent Street	Marylebone, London	W1B 3AP	5,241.88
EC2A 1HD	•		5,200.00
		EH12 9DH	5,155.16
Manchester	M3 3GY		5,113.46
Kingswinford	DY6 7FL		4,850.32
Claypole	Newk, Notts	NG23 5BA	4,845.12
Wantage	Oxfordshire	OX12 9RZ	4,800.00
Leeds	West Yorkshire	LS6 2DD	4,800.00
Leeds	LS18 4DF		4,608.12
Darlington	DL1 5QT	*	4,608.00
Brentford	Middlesex	TW8 9ES	4,587.30
8 Airport West Lancaster Way	Yeadon	LS19 7ZA	4,537,16
Rochford	Essex	SS4 1ND	4,453.85
Westminster ,	London Yorkshire	SW1P 2AF	4,260.00
Thorp Arch, Wetherby London	SW8 4BG	LS23 7BA	4,235.06 4.194.00
Hall Ings	Bradford	BD1 1HX	4,085,00
Lincolnshire	LN1 3DF	י אחו ועם	4,083.00
Leeds	West Yorkshire	LS20 8JQ	4,000.00
West Yorkshire	WF13 2DT	. 1320 030	3,937.50
Harlow	.*** 10201	CM20 9PH	3,858.08
Rattrav	Blairgowrie	PH10 7BH	3.616.19
West Yorkshire	LS1 4PR		3,600.00
Abbey Road, Pity ME	Durham	DH1 5FJ	3,161,63
Belper	Derbyshire	DE56 1WD	3,083.86
Nottingham	NG1 5BG		2,907,43
Corporation St	Derby	DE1 2F\$	2,808.11
Wetherby	LS22 5DD		2,700.73
EH3 8HA	·		2,688.00
Vancouver BC	V5T 1R6		2,652.37

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Leisure Media Company Ltd	Portmill House		Portmill Lane	Hitchin	Herts	SG51DJ		2,610,00
Berclays Credit Card	Unit 1 Kirkstell Industrial Estate		Kirkstall Raod	Leeds	LS4 2AZ	000.00		2,590,56
Central Midlands Estates Limited - Derby Insurance	C/O Colliers International		50 George Street	London	W1U 7GA			
Business Stream Edinburgh (2672593)	7 Lochside View			London	WIU /GA	1		2,530.71
			Edinburgh			EH12 9DH		2,512.11
Business Stream Cumbernauld (2845856 & 2988218)	7 Lochside View		Edinburgh		•	EH12 9DH		2,443.41
Redro Ltd	Manor House Enterprise Centre		Royal Wootton Bassett	Wittshire	SN4 7HH			2,430.00
Water plus Severn Trent NUL (0442006072)	•		PO BOX 12459	Harlow		CM20 9PH		2,336.90
OLD LANDLORD DO NOT USE -Shrewsbury Service Charges			St Martins Court	10 Paternoster Row	London	EC4M 7HP		2,302,54
Eden Springs (UK) Ltd	Unit B, Livingstone Boulevard		Hamilton International Technology Park	Blantyre	G72 0BP			2.211.12
Abstruct Consulting Limited	The Highland Suite		Great Hollanden Business Centre	Mill Lane, Underriver	Sevenoaks	TN15 0SQ		2,160.00
GJC Risk Management Ltd	Units 7-8 Meridian House		Eastgate	Louth	Lincolnshire	LN11 9NH		
						LN11 9NH		2,159.33
Rochdale Börough Council - Middleton BR	Revenues and Benefits		PO Box 490	Rochdale	OL16 9AJ			2,045.90
Synergy Procurement Solutions Ltd	CityHub		9-11 Peckover Street	Little Germany	Bradford	BD1 5BD		1,931.90
Bates Office Supplies	Unit A1 To A4		Knights Park Industrial Estate	Rochester `	Kent	ME2 2LS		1,927.78
The Gym Doctors 365/ End to End GYM Services Ltd	Unit 2 Spen Valley Industrial Park		Rawfolds Way, Cleckheaton	Bradford	BD19 5LJ			1,884,00
Silverbean .	Studios 2/3 The Kiln		Hoults Estate, Walker Road	Newcastle-upon-tyne	NE6 2HL			1,800,00
Campfire PR	One Park Row		Leeds	LS1 5HN				1.680.00
E H Middleton & Son Decorators	986 A	•	Abbeydale Road	Milhouses	Sheffield	S7 2QF		1.680.00
OLD LANDLORD - Doncaster Insurance	Arbil Ltd - Doncaster Insurance		Abbeydale Road	Williamses	Sitemeta	37 2QF		
				*			•	1,664.11
Clyde & Co Claims LLP	Royal Exchange Building		St Ann's Square	Manchester	M2 7EF			1,641.77
Business Stream Ltd - Falkirk(2861024)	Business Stream		Po Box 17381	Edinburgh	EH12 1GT			1,636.71
Water2Business - Bristol Water	Water2Business	,	1 Clevedon Walk ~	Nailsea	Bristol	BS48 1WA		1,632.99
Water Plus Severn Trent Wolverhampton 0967012346		,	PO BOX 12459	Harlow		CM20 9PH		1,575,58
Google Account ID 131-871-7804	Google Ireland Limited		Gordon House	Barrow street	Dublin 4	Ireland		1.546.32
B&M Waste Services	Iris House		Dock Road South	Bromborough	Wirral	CH62 4SQ		1.521.17
Peninsula Business Services Ltd	The Peninsula		2 Cheetham Hill Road	Manchester	M4 4FB	CH02 43Q		
	1 Picton Lane				1914 4FD			1,423.24
Swansea City Council	1 Picton Lane		Swansea .	SA1 4AF				1,400.00
Deep Blue Networks Ltd			Akula House	Cromwell Business Park	York Road, Wetherby	L\$22 7\$U		1,382,31
DHS Investments - Hounslow Rent			65 Delamere Road	Hayes	Middlesex	UB4 ONN		1,359.12
iTab Shop Products UK Ltd	CMB House		Sherbourne Drive	Tilbrook	Milton Keynes	MK7 8BÅ ·		1,348.56
Wave (Hartlepool) 0380529101	Po Box 259		Rotherham	S98 1QU				1,302,38
Verizon Connect UK Ltd	Reading International Business Park		Basingstoke Road	Reading	Berkshire	RG2 6DA		1,248.00
KPMG LPP	1 The Embankment		Neville Street	Leeds	LS1 4DW	NOZ ODA		1,200,00
The Bradbury Executive Trust	Riverside West		Whitehall Road					
				Leeds	West Yorkshire	LS1 4AW		1,200.00
Marble Hill Partners	84 Eccleston Square		Victoria	London	SW1V 1LP			1,188.00
Sage UK Ltd	the state of the s		North Park	Newcastle-upon-tyne		NE13 9AA		1,157.65
Business Stream Sheffield Hillsborough (9136159701)	7 Lochside View		Edinburgh			EH12 9DH		980.43
Harlands Group	1st Floor 41-43		Perrymount Road	Haywards Heath	West Sussex	RH16 3BN		914.02
Water Plus United Utilities Belle Vale (4212827442)			PO BOX 12459	Harlow .		CM20 9PH		908.66
Conister Bank 40004817 - EOL								837.56
Water Plus (6001343986)	1st Floor Middleton Shopping Centre		Middleton Manchester	M24 4EL				815.22
Business Stream Leeds North (9142190301)	7 Lochside View		Edinburgh	W24 4EL		E1110 0011		
						EH12 9DH		724.74
DAC Beachcroft Claims Ltd	Portwall Place		Portwall Lane	Bristol	BS99 7UR			701,39
M24Seven	Cobra Court		Ball Green	Stretford	Manchester	M32 0QT		586,80
JCT 600 Vehicle Leasing Solutions Ltd	Tordoff House		Apperley Bridge	Bradford	West Yorkshire	BD10 OPQ		578.09
Egton Digital	Stafford House		Unit 2, Leathley Road Industrial Estate	Leeds .	LS10 1BG .			576.00
RAC-Motoring Services .	Thomas Street		Stretford	Manchester .	LS4 2AZ			469.11
Wave Southend 615935060017(NWG Ltd)	P .Box 4998		Lancing	BN11 9AY	· ·			436.25
CPI Corporate Solutions Ltd	1 First Avenue		Sherburn Industrial Park	Sherburn	Leeds	LS25 6PD		432.83
B&M Bagnall & Morris Secure Shredding	William Garvey Building				Wirral -			
			Port Causeway	Bromborough		CH62 4TA		382.85
SMS Energy services Ltd	Prennau House		Copse Walk, Cardiff Gate Business Park	Cardiff	CF23 8XH			378.00
Speirs Gumley Glasgow Temporary Rent Unit	Property Management		194, Bath Street	Glasgow	G2 4LE			373.75
Safe Interventions Training UK	45 Abbey Road		Enderby	LE19 2DB				370.00
Volkswagen Van Centre Ltd	LCW House, Chain Bar Road		Cleckheaton	West Yorkshire	BD19 3QF		•	350.96
Minder Security and Fire Limited	153 Middlewood Road		Hillsborough	Sheffield	South Yorkshire	S6 4HB		325.20
KCOM Group Pic -	37 Carr Lane		Hull	HU1 3RE				316.80
EDF Energy Pic 5800MO16143	40 Grosvenor Place,		Victoria.	London.	SW1X 7EN			272.40
South Lanarkshire Council - Hamilton						070.010		
	Non-Domestic Rates		David Dale House	45 John Street	Blantyre	G72 0JG		262.40
Investec Asset Finance Plc	Reading International Business Park		Reading	RG2 6AA				172.89
Pitney Bowes/ Purchase Power	Building 5 Trident Place		Hatfield Business Park	Mosquito Way	AL10 9UJ			156.16
The Checker	169 Piccadilly Mayfair		Dudley House	London	W1J 9EH		-	139.00
Royal Mail Group Ltd	Credit Management Centre		Royal Mail House	Stone Hill Road	Bolton	BL4 9XX		119.40
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Staff Expenses
Bristol City Council
Wave Sunderland 315222590017 (NWG Ltd) Business Stream Glasgow (2643071 & 2649572)
Glasgow City Council
Softcat plc
Minder Security and Fire Ltd (CAPEX)
DPD Local UK Ltd
South Lanarkshire Council - East Kilbride
DO NOT USE - OLD LANDLORD
Ayden Ecomm
Childcare Vouchers Ltd DO NOT USE - OLD MANAGING AGENT
Else Solicitors LLP
Kingsway Asset Finance Ltd MAR92062 - EOL
Kingsway Finance and Leasing 105910 EQL
Black Horse 594831425
Close Bros Business Finance ACBD005546 EOL
Close Leasing Ltd ACLL020047 Harlow
Harlands PT Qualification Charges
Harlow Council
Connexity UK Ltd T/a Hitwise Victoria Asset Finance Ltd
Liverpool City Council - Speke
X.commerce, Inc. dba Magento Inc.
Milton Keynes Council
North Lanarkshire Council - Cumbernauld BR
RM Consulting
Sandwell Metropolitan Borough Council - Smethwick BF
Savills UK Ltd - Hull Service Charge & Insurance
Shropshire Council - Shrewsbury BR Stockton Council - Stockton South
Sunderland City Council
Tesco Stores Ltd - Stockton North Rent
Welsh Water Swansea 4263005901
Wigan Council
Wolverhampton City Council
General Asset Management 0038272900144145 Close Brothers Business Finance ACBF004585
TMobile EE
Adyen NV - POS
Stockton Council - Stockton North
Fuelmate Limited
CodeBerry Ltd
Nimbus Hosting Ltd
Rotherham Metropolitan Borough Council Bolton Council
Burnley Council
Vodafone
The City of Edinburgh Council
Water Plus Sevem Trent Nottingham (0552011510)
Water Plus United Utilities -Speke (4218167416)
Money Saving Expert
Wave- Anglian Water Southend (0273348901)
Facebook Alleles Business Seletions Ltd.
Allstar Business Solutions Ltd Water Plus -United Utilities - Bolton(4209892611)
Water Plus - Ornica Offilities - Bollon(4209892611) Water Plus- Brierley Hill 0983035260
Google Maps 7089-2270-5260
Aviva Health UK Ltd
Wave - Anglian Milton Keynes (0226730901)
Walker Morris LLP

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	Unit 1	Kirkstall Industrial Estate	Kirkstall Road	Leeds	LS4 2AZ	107.0
	Local Taxation Customer Centre	PO Box 968	Bristol	BS99 1ZG		103.0
	7 Lochside View	P O Box 300 Edinburgh	Durham	DH1 9WQ	EH42 ODU	96.7
	Financial Services	Glasgow City Council	45 John Street	Glasgow	EH12 9DH G1 1JE	69.2 36.2
	Fieldhouse Lane	Marlow	Buckinghamshire	SL7 1LW	GT 13E	23.5
•	153 Middlewood Road	Hillsborough	Sheffield	South Yorkshire	S6 4HB	12.0
	15th Floor	Castlemead, Lower Castle Street	Bristol	BS1 3AG		11,1
	Non-Domestic Rates	David Dale House	45 John Street	Blantyre	G72 0JG	0.4
	Lanes Estate Co - East Kilbride Insurance	7 Brantwood Road	Salford	Manchester	M7 4EN	0.0
	Adyen NV	Simon Carmiggelstraat 6-50	1011 DJ	Amsterdam	The Netherlands	0.0
	50 Vauxhall Bridge Road	London	SW1V 2RS			0.0
	C/O Lochwood Property Management	Lamb Street, 1st Floor New Cross Shopping Centre	Hamilton	South Lanarkshire	ML3 6AH	0.0
	First Avenue	Centrum 100	Burton Upon Trent	Staffordshire	DE14 2WE	0.0
	Manchester Rd Manchester Rd	Wilmslow Wilmslow	SK9 1BQ • ·			0.0
	St William House	Tresillian Terrace	SK9 1BQ Cardiff	CF10 5BH -		0.0
	St William House	. Hesiman renace	Cardin	CFIUSBH .		0.0
	Olympic Court	Third Ave	Trafford Park	M17 1AP	•	- 0.0
	·	111107110	Transfer and			0.0
	Revenues & Benefits	Civic Centre	The Water Gardens, Harlow	Essex	CM20 1WG	0.0
	WeWork, Aviation House	125 Kingsway	London	WC2B 6NH		0,0
	P. O Box 256	Caerphilly	CF83 9FJ			0.0
	Business Rates Team	PO Box 2012	Liverpool	L69 2DX		0.0
	3640 Holdredge Avenue	Los Angeles	California	90016		0.0
	Revenue Service, PO Box 5327	Civic Offices, 1 Saxon Gate East	Milton Keynes	Buckinghamshire	MK9 3WB	0.0
	PO Box 9060	Motherwell	ML1 1PF			, 0.0
	The Connect Building Revenues & Benefits Services	2nd Floor P.O Box 239	59 Bath Street Sale	Glasgow M33 6GU	G2 2DH	0.0
	PO Box 3550	Swindon	SN3 9AP	M33 6GU		0.0
	Revenues and Benefits	PO Box 4749	Shrewsbury	SY1 9GH		0.0
	PO Box 410, Kingsway House	West Precinct	Billingham	TS23 2YD		0.0
	Business Rates Section	PO Box 115	Sunderland	SR5 9BJ		0.0
	Assets & Estates, Highwoods (2nd Floor)	2 Falcon Way Shire Park	Welwyn Garden City	Hertfordshire	AL7 1AB	0,0
	Swyddfa Gofrestredig	Pentwyn Road	Nelson	Teharris	CF46 6LY	0.0
	Business Rates Team, Wigan Borough Council	Customer Services	PO BOX 100	WN1 3DS	and the second	0.0
	Civic Centre .	St Peter's Square	Wolverhampton	WV1 1ZT		0.0
						(0.00
	Bridge House	Hesslewood Country Office Park, Ferribly Road	Hessle	East Yorkshire	HU13 OPB	(0.00
	Simon Carmiggelstraat 6-50	Prinny Mill Business Centre Amsterdam	68 Blackburn Road 1011 DJ	Haslingden, Rossendale	BB4 5HL	(0.03
	Municipal Buildings	Church Road	Stockton on Tees	TS18 1LD		(8.95
	Witham House	45 Spyvee Street	Hull	HU8 7JR	•	(25.00
	28b Newgate Street	Doddington, March	England	PE15 OSR		(72.00
	1 Centrus	Mead Lane	Hertford	SG13 7GX		(73.30
	Riverside House	Main Street	Rotherham	S60 1AE		(80.00
	Business Rates Section	PO Box 32	Bolton	BL1 1RX		(121.0
	Revenues and Benefits	Parker Lane	Burnley	Lancashire	BB11 2DS	. (125.00
		Vodafone House	The Connection	Newbury	RG14 2FN	(215.42
	Non Domestic Rates, Customer Services	The City of Edinburgh Council	PO Box 463	Edinburgh	EH7 9DJ	(315.00
		PO BOX 12459	Harlow	•	CM20 9PH	(539.24
•	PO Box 450 1 Dean Street	Warrington	WA55 1WA			(836.40
	PO BOX 10643	Soho, London	W1D 3RB CM20 9HB			(1,095.29
	Facebook Ireland Limited	Harlow 4 Grand Canal Square	Grand Canal Harbour	Dublin 2	Ireland	(1,147.44
٠.	PO Box 1463	Windmill Hill	Swindon	Wiltshire	SN5 6PS	(1,266.5
	1 0 DON 1300	PO BOX 12459	Harlow	TTHIS III U	CM20 9PH	(1,911.8)
		PO BOX 12459 PO BOX 12459	Harlow		CM20 9PH	(2,258.7
	Gordon House	Barrow Street	Dublin 4	Ireland	5.MEG 51 11	(2,465.5
	Chilworth House	Hampshire Corporate Park	Eastleigh	Hampshire	SO53 3RY	(2,623.8
	Anglian Water Business	PO Box 259.	Rotherham	S98 1QÚ		(2,715.9

* .		•		•		
	British Gas Trading Limited - Electricity	2600 John Smith Drive	Oxford Business Park South	Oxford .	OX4 2JY	(306,058.95) 5,936,266.50
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5 Wright Leisure Limited
COMPANY SHAREHOLDERS If more convenient, a list of the compa

if more convenient, a list of the compa	any's shareholders may be attached to this page					_
Name of shareholder	Address (with postcode)		No. of shares	Nominal Value	Details of shares held	]
Wright Leisure Midco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		2000	2.00	A Ordinary shares	į.
Wright Leisure Midco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ				B Ordinary shares	1
Wright Leisure Midco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	;			C Ordinary shares	
Wright Leisure Midco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	;			D Ordinary shares	
Wright Leisure Midco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	:			E Ordinary shares	ĺ
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Insert as many lines as required						_
TOTAL.				2.00	· -	1

In accordance with , section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs	v
Name of Company	Company Number
Wright Leisure Topco Limited	11331128
Name of Court	Court Number
In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)	CR-2020-LDS-000593

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on

Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name
Helen Gauden

Full name

Full name

Full name

27/07/2020

#### Assets

Assets subject to fixed charge

Investment in Wright Leisure Manco Limited Investment in Xercise Health & Fitness Limited Investment in Xercise4less Wakefield Limited Investment in Xercise4less Stockton Limitd Investment in Xercise4less Leeds Limited Investment in Xercise4less Doncaster Limited Investment in Xercise4less Wigan Limited Investment in Xercise4less Bolton Limited Investment in Xercise 4less Hull Limited
Investment in Xercise4less NUL
Investment in Xercise4less Nottingham Limited

Less monies due to fixed charge holder(s)

JD BGF

Deficit to fixed charge holder

Assets subject to floating charge Intercompany - Wright Leisure Limited

Total assets available for preferential creditors

Signed

Dated

27/07/2020

Book	Estimated	ĺ
Value	to realise	
£	£	l
<del></del> .		
20.00	0.00	
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	(38,528,682.00)	
	(2,711,853.00)	N
30.00	(41,240,535.00)	ĺ
20,627,541.00	0.00	
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20,627,541.00	0.00	
7 - 7 70 - 7 - 7		

 $N_1$  - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Wright Leisure Topco Limited A1 - Summary of Liabilities -

	· L	to realise
Total assets available for preferential creditors (carried forward from page A)		£0.00
Liabilities		e.
Preferential creditors	£0.00	•
Estimated deficiency/surplus as regards preferential creditors		£0.00
Estimated prescribed part of net property where applicable(to carry forward)	£0.00	
Estimated total assets available for floating charge holders		£0.00
JD BGF	(£38,528,682.00) (£2,711,853.00)	1.0
Estimated deficiency/surplus of assets after floating charges		(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	£0.00	
Total assets available to unsecured creditors		£0.00
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)	(£20,627,569.00)	
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)		(£20,627,569.00)
Shortfall to floating charge holders (brought down)	(£41,240,535.00)	•
Estimated deficiency/surplus as regards creditors		(£61,868,104.00)
Issued and called up capital	(£2.00)	•
Estimated total deficiency/surplus as regards members		(£61,868,106.00)
Signature		

				ı		
Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security	Type of E Retention hire purcha asset, i
Nominees athan Wright	The Lewis Building, 35 Bull street, Birmingham, B4 6AF Arthington Hall, Arthington Lane, Arthington, Pool in Wharfedale, LS21 1PH	19,307,527.00 1,320,042.00		N/A N/A	N/A N/A	Loan notes -Loan notes
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TOTAL		20,627,569.00			-ـــــــــــــــــــــــــــــــــــــ	·L
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nployee and consumer deposit credi PANY EMPLOYEES (INCLUI s of employees and former emplo	ployees and former employees and the total of the debts neved to them and the number of consumer deposit creditors and iter schedules are NOT delivered to the Registrar of Companies. DING FORMER EMPLOYEES yees. This schedule is NOT delivered to the Registrar of Companies.					
lame of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of	3
		0.00			•	1
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t as many lines as required - abo	ve this line					
rt as many lines as required - abo TOTAL	ve this line		·	I	· ·	3
TOTAL  You must include all creditors, other than tell earning or conditional sale agreem tell earning or conditional sale agreem the tell earning or conditional sale agreem tell earning or conditional sale agreement the tell earning or conditional sale agreement that the tell	employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit ents and creditors claiming retention of title over property in the company's possession.  ployees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and totte schedules are NOT delivered to the Registrar of Companies.	the total of the debts owed to ther		set out in separate	e schedules.	
TOTAL  :: You must include all creditors, other than tell easing or conditional sale agreem ade in this exhedule the number of en employee and consumer deposit cred NSUMER DEPOSIT CREDITOI	employees, former employees and consumer creditors claiming amounts paid in advance of the nupply of goods o: services ('consumer depositents and creditors claiming retention of title once property in the company's possession.  playees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and titor schedules are NOT delivered to the Registrare of Companies.	the total of the debts owed to ther		set out in separate	schedules.	] .
TOTAL  : You must include all creditors, other than tel leasing or conditional sale agreem de in this schedule the number of employee and consumer deposit cred with the telephone of telephone of the telephone of the telephone of the telephone of telephone of the telephone of telephone	employees, former employees and consumer creditors claiming amounts paid in advance of the nupply of goods o: services ('consumer depositents and creditors claiming retention of title once property in the company's prossession.  Publices can do former employees and there membres experts the company's prossession of the number of consumer deposit creditors and title excheditors are NOT delivered to the Registrare of Companies.  85  88  88  88  88  88  88  88  88  8	the total of the debts owed to ther mpanies	n. Full details of their claims must be			
TOTAL  : You must include all creditions, other than tell leasting or conditional sale agreemed in this schedule the number of employee and communer deposit creditions. The complex can be communered agreement of the common tell control of the communer of the communer of the common tell control of the c	employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods o: services ('consumer deposite cents and cereditors claiming retention of title over property in the company's prosession.  phoyees and former employees and the total of the delvis towed to them and the number of consumer deposit creditors and towns services are NOT delivered to the Registrar of Companies.  8.8  amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Co-Address (with postcode)	the total of the debts owed to ther mpanies	n. Full details of their claims must be			
TOTAL  "You must include all creditors, other that tell leasting or conditional sale agreemed in this schedule the number of our employee and consumer deposit creditors."  NSUMER DEPOSIT CREDITOR OF CONSUMER CO	employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods o: services ('consumer deposite cents and cereditors claiming retention of title over property in the company's prosession.  phoyees and former employees and the total of the delvis towed to them and the number of consumer deposit creditors and towns services are NOT delivered to the Registrar of Companies.  8.8  amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Co-Address (with postcode)	the total of the debts owed to ther mpanies	n. Full details of their claims must be  Details of any security held by			
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TOTAL  "You must include all credition, other than tel leaving or conditional sale agreem date in this schedule the number of me employee and communer deposit cred NSUMER DEPOSIT CREDITOR  INSUMER DEPOSIT CREDITOR  NSUMER DEPOSIT CREDITOR  Name of Creditor or Claimant  ert as many lines as required - abo  TOTAL	employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods o: services ('consumer deposite cents and cereditors claiming retention of title over property in the company's prosession.  phoyees and former employees and the total of the delvis towed to them and the number of consumer deposit creditors and towns services are NOT delivered to the Registrar of Companies.  8.8  amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Co-Address (with postcode)	the total of the debts owed to ther  mpanies  Amount of debt	n. Full details of their claims must be  Details of any security held by			
TOTAL  ir you must include all credition, other than tell fearing or conditional sale agreem dude in this chelchie the number of me employee and communer deposit cred mystyce and communer deposit cred mystyce and communer deposit creditions of consumer creditions claiming Name of Creditior or Claimant err as many lines as required - about TOTAL	employees, former employees and consumer creditors claiming amounts paid in advance of the rupply of goods o: services ('consumer depositents and coreditors claiming retention of title over property in the company's prosession.  phoyees and former employees and the total of the delvis towed to them and the number of consumer deposit creditors and towns services are NOT delivered to the Registrar of Companies.  85  amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Co-Address (with postcode)	the total of the debts owed to ther  mpanies  Amount of debt	n. Full details of their claims must be  Details of any security held by			

5 Wright Leisure Topco Limited
COMPANY SHAREHOLDERS If more convenient, a list of the company's

<ul> <li>Name of shareholder</li> </ul>	Address (with postcode)	No. of shares	Nominal Value	Details of shares held
BGF Nominees	The Lewis Building, 35 Bull street, Birmingham, B4 6AF	800	0.80	A Ordinary shares
Proventus Capital Partners	Katarinavägen 15 - Box 1719 SE-111 87 Stockholm Sweden	600	0.60	B Ordinary shares
Helen Gauden	Vermuyden Top Road, Barnby Dun, Doncaster, DN3 1DA	160	0.16	C Ordinary shares
Alan Fort	Woodside, Barnet Wood Road, Bromley, Kent, BR2 8HJ	140	0.14	C Ordinary shares
BGF Nominees	The Lewis Building, 35 Bull street, Birmingham, B4 6AF	160	0.16	C Ordinary shares
Jonathan Wright	Arthington Hall, Arthington Lane, Arthington, Pool in Wharfedale, LS21:	100	0.10	D Ordinary shares
Peter Boddy	The Old Rectory, Cranoe, Market Harborough, Leicester, LE16 7SW	20	0.02	E Ordinary shares
Stuart Perrin	7 Sedgegarth, Thorner, Leeds, LS14 3LB	20	0.02	E Ordinary shares
	•			*
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In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

¬ Insert date of insolvency

Statement of Affairs				
Name of Company				
		,		٠.
Wright Leisure Midco Limited	٠,		- '	

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD) Company Number

Court Number

CR-2020-LDS-000598

The particulars and other information shown in this statement of affairs and any continuation sheets give a full **and complete statement of the companys affairs on**Date

22/07/2020

Statement of Truth

Signed

I believe that the facts stated in this statement are true.

Full name Helen Gauden

Dated <u>27/07/2020</u>

#### . A - Summary of Assets -

#### Assets

Assets subject to fixed charge
Investment in Wright Leisure Limited
Less monies due to fixed charge holder(s)
JD
BGF
Deficit to fixed charge holder

Assets subject to floating charge Intercompany debtors - Wright Leisure Limited

Book Value £	Estimated to realise £			
2.00	0.00			
	(2,711,853.00)			
2.00	(41,240,535.00)			
38,528,680.00	0.00			
·				
	· ·			
38,528,680.00	0.00	)		

Total assets available for preferential creditors

Signed

Dated <u>27/07/2020</u>

 $N_1$  - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Wright Leisure Midco Limited
A1 - Summary of Liabilities -

	Estimated to realise
	£0.00
,	
£0.00	
	£0.00
£0.00	·
	£0.00
(£38,528,682.00) (£2,711,853.00)	
•	(£41,240,535.00)
£0.00	
* . *	£0.00
£0.00	
	£0.00
(£41,240,535.00)	
•	(£41,240,535.00)
(£0.02)	
·	(£41,240,535.02)
	£0.00 (£38,528,682.00) (£2,711,853.00) £0.00 (£41,240,535.00)

Amount of debt Details of any security held by Date security   Value of   Retention of titl	right Leisure Midco Limited OMPANY CREDITORS -						
TOTAL  set: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts gaid in advance of the supply of goods or services ("consumer deposit creditors), and identify all creditors under hire-purchase.  set the leasing or conditional sake agreements and creditors claiming retention of title ower property in the company's procession.  clude in this schedule the number of cruptoyees and former employees and former employees and former employees. The schedule is NOT delivered to the Registrar of Companies.  NOMPANY EMPLOYEES (INCLUDING FORMER EMPLOYEES)  arise of employees and former employees. This schedule is NOT delivered to the Registrar of Companies.  Name of Creditor or Claimant  Address (with postcode)  Amount of debt  O.00  Amount of debt  O.00  set or among lines as required - above this line  TOTAL  TOTAL  TOTAL  Are you must include all creditors, other than employees, former employees and communer creditors claiming amounts gaid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase.  set to a many lines as required - above this line  TOTAL  TOTAL  Are you must include all creditors, other than employees, former employees and communer creditors claiming amounts gaid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase.  TOTAL  Are to must include all creditors, other than employees, former employees and communer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase.  TOTAL  Are to must include all creditors, other than employees, former employees and communer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies.  Name of Creditor or Calamant  Address (with postcode)  Amount of debt  Details of any security held by Date securit	Name of Creditor or Claimant	Address (with postcode)				security	Type of Debt (eg Retention of title hire purchase, lea asset, rent)
TOTAL  set: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts gaid in advance of the supply of goods or services ("consumer deposit creditors), and identify all creditors under hire-purchase.  set the leasing or conditional sake agreements and creditors claiming retention of title ower property in the company's procession.  clude in this schedule the number of cruptoyees and former employees and former employees and former employees. The schedule is NOT delivered to the Registrar of Companies.  NOMPANY EMPLOYEES (INCLUDING FORMER EMPLOYEES)  arise of employees and former employees. This schedule is NOT delivered to the Registrar of Companies.  Name of Creditor or Claimant  Address (with postcode)  Amount of debt  O.00  Amount of debt  O.00  set or among lines as required - above this line  TOTAL  TOTAL  TOTAL  Are you must include all creditors, other than employees, former employees and communer creditors claiming amounts gaid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase.  set to a many lines as required - above this line  TOTAL  TOTAL  Are you must include all creditors, other than employees, former employees and communer creditors claiming amounts gaid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase.  TOTAL  Are to must include all creditors, other than employees, former employees and communer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase.  TOTAL  Are to must include all creditors, other than employees, former employees and communer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies.  Name of Creditor or Calamant  Address (with postcode)  Amount of debt  Details of any security held by Date securit							
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5 Wright Leisure Midco Limited COMPANY SHAREHOLDERS -If more convenient, a list of the compa

Name of shareholder	Address (with postcode)	No. of shares	Nominal Value	Details of shares held
Wright Leisure Manco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	. 2	0.02	Ordinary shares
	•			
		*		
		75		
			•	

Insert as many lines as required
TOTAL
0.02

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs		
Name of Company		
l	 · ·	

Wright Leisure Manco Limited

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD) Company Number 12275784

Court Number

CR-2020-LDS-000596

The particulars and other information shown in this statement of affairs and any continuation sheets give a full **and complete statement of the companys affairs on**Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name

Helen Gauden

Signed

Dated <u>27/07/2020</u>

#### Assets

Assets subject to fixed charge Investment in Wright Leisure Midco Limited Less monies due to fixed charge holder(s) JD
BGF
Deficit to fixed charge holder

Assets subject to floating charge Intercompany - Wright Leisure Topco

Book Value £	Estimated to realise £	
0.02	0.00	
	(38,528,682.00) (2,711,853.00)	
0.02	(41,240,535.00)	
20.00	0.00	shares
	Ī	
		; ,
20.00	0.00	1

Total assets available for preferential creditors

Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Wright Leisure Manco Limited A1 - Summary of Liabilities -

		to realise
Total assets available for preferential creditors (carried forward from page A)		£0.00
Liabilities	<del></del>	
Preferential creditors	£0.00	
Estimated deficiency/surplus as regards preferential creditors		£0.00
Estimated prescribed part of net property where applicable(to carry forward)	£0.00	
		•
Estimated total assets available for floating charge holders	,	£0.00
JD BGF	(£38,528,682.00) (£2,711,853.00)	
Estimated deficiency/surplus of assets after floating charges		(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	£0.00	
Total assets available to unsecured creditors		£0.00
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)	£0.00	••
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)		£0.00
Shortfall to floating charge holders (brought down)	(£41,240,535.00)	
Estimated deficiency/surplus as regards creditors		(£41,240,535.00)
Issued and called up capital	(£20.00)	
Estimated total deficiency/surplus as regards members		(£41,240,555.00)
Signature		

Name of Creditor or Claimant  Address (with postcode)  Amount of debt  E  Deta  Total  Total	ails of any security held by creditor	Date security given	Value of security £	Type of Deb Retention of hire purchase asset, ren
TOTAL  To must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-titel leading or conditional sale agreements and creditors claiming retention of title over property in the company's procession.				
TOTAL  1 You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire of learning or conditional safe agreements and creditors claiming retention of filte over property in the company's procession.	· · · · · · · · · · · · · · · · · · ·			·
TOTAL  You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors), and identify all creditors under hire ele learing or creditional sale agreements and creditors claiming retention of title over property in the company's procession.				
TOTAL  You must instude all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire- leasting or conditional sale agreements and creditors claiming retention of title over-property in the company's procession.				
TOTAL  You must instude all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire- leasting or conditional sale agreements and creditors claiming retention of title over-property in the company's procession.				
TOTAL  You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-leasing or conditional sale agreements and creditors claiming retention of title over property in the company's possession.				
TOTAL  You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-leasing or conditional sale agreements and creditors claiming retention of title over property in the company's possession.				
l leasing or conditional sale agreements and creditors claiming retention of title over property in the company's possession.				
leaving or conditional sale agreements and creditors claiming retention of title over property in the company's possession.				
PANY EMPLOYEES (INCLUDING FORMER EMPLOYEES) of employees and former employees. This schedule is NOT delivered to the Registrar of Companies.				
Name of Creditor or Claimant Address (with postcode) Amount of debt Deta	ails of any security held by	Date security	Value of	ļ
	•	÷		
t as many lines as required - above this line				,
TOTAL				١
You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire electing or conditional sale agreements and exvelitors claiming retention of title over property in the company's possession.		set out in Separate	schedules.	
de in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full d imployee and commonre deposit entition schedules are NOT delivered to the Registrar of Companies.	•			
de in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full d imployee and consumer deposit creditor schedules are NOT delivered to the Registrar of Companies. ISUMER DEPOSIT CREDITORS ins of consumer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies	ails of any security held by	Date security	Value of	<b>.</b>
de in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full d imployee and consumer deposit creditor schedules are NOT delivered to the Registrar of Companies. ISUMER DEPOSIT CREDITORS ins of consumer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies	ails of any security held by	Date security	Value of	]
de in this schedule the number of emplayees and former emplayees and the total of the debts owed to them. Full d implayee and consumer deposit creditors and the total of the debts owed to them. Full d implayee and consumer deposit creditors schedules are NOT delivered to the Registrar of Companies.  NSUMER DEPOSIT CREDITORS  In so Consumer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies.  Name of Creditor or Claimant  Address (with postcode)  Amount of debt Deta  To as many lines as required - above this line	ails of any security held by	Date security	Value of	]
de in this schedule the number of employees and former employees and the total of the dates owed to them and the number of consumer deposit creditors and the total of the dates owed to them. Full drampleves and communer deposit creditor schedules are NOT delivered to the Registrar of Companies  **SUMER DEPOSIT CREDITORS**  **ns of consumer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies  **Name of Creditor or Claimant**  **Amount of debt**  Deta	ails of any security held by	Date security	Value of	]

5 Wright Leisure Manco Limited COMPANY SHAREHOLDERS -

Name of shareholder		No. of shares	Nominal Value	Details of shares held
ght Leisure Topco Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	2	20.00	Ordinary shares
		•	;	*
		· .		
		-		

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs		
Name of Company		
Yamicasi acc (Leeds) Itd .		

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)

Company Number
07762515
Court Number

CR-2020-LDS-000595

nd any continuation sheets give a full

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name
Helen Gauden

Signed

Dated
27/07/2020

#### Assets

Assets subject to fixed charge

Detail of asset

Less monies due to fixed charge holder(s)

JD

BGF

Deficit due to fixed charge holder(s)

Assets subject to floating charge Plant & Machinery Motor vehicles Xercise4Less Wigan

Xercise4Less Bolton

Xercise4Less Hull

Xercise4Less Newcastle Under Lyme

Xercise4less Nottingham Ltd

Wright Leisure

Book	Estimated	],
Value	to realise	١,
£	£	
0.00	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
		l
	(38,528,682.00)	N1
	(2,711,853.00)	N1
0.00	(41,240,535.00)	ļ
16,796.66	0.00	١.
2,729.76	. 0.00	ľ
72,894.00	0.00	
132,624.00		
99,983.00	·	
29,391.00	•	
5,385.00		
163,600.06	۲	
	,	
	•	
·		ļ
		١.
523,403.48	0.00	
543,403.40	0.00	ı

Total assets available for preferential creditors

· Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less (Leeds) Ltd A1 - Summary of Liabilities -

	to realise
Total assets available for preferential creditors (carried forward from page A)	£0.00
Liabilities	<u> </u>
Preferential creditors £0	.00
Estimated deficiency/surplus as regards preferential creditors	£0.00
Estimated prescribed part of net property where applicable(to carry forward)	.00
Estimated total assets available for floating charge holders	£0.00
JD (£38,528,682 BGF (£2,711,853	
Estimated deficiency/surplus of assets after floating charges	(£41,240,535.00)
Estimated prescribed part of net property where applicable Ect brought down)	.00
Total assets available to unsecured creditors	£0.00
Insecured non-preferential claims(excluding any shortfall to (£394,507 loating charge holders)	
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	(£394,507.77)
Shortfall to floating charge holders (brought down) (£41,240,535	.00)
Estimated deficiency/surplus as regards creditors	(£41,635,042.77)
ssued and called up capital (£1	.00)
Estimated total deficiency/surplus as regards members	(£41,635,043.77)

'Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)	
Xercise Health & Fitness Club Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	14,285.00	None	N/a	N/A	Intercompany	1
Xercise4Less Wakefield	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	112,529.00		N/a	N/A	Intercompany	i
Xercise4Less Stockton	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	12,700.00	None	N/a	N/A	Intercompany	in liquidat
Xercise4Less Doncaster	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	131,745.00		N/a	N/A	Intercompany	
Industrials - SC & Insurance	180 Great Portland Street, London, W1W 5QZ	7,502.66		N/a	N/A	Lease Asset	
Industrials - Rent	180 Great Portland Street, London, W1W 5QZ	115,746.11	None	N/a	N/A	Lease Asset	1
Insert as many lines as required - abo	us this line	<del></del>					
TOTAL	or all state	394,507.77	T			1	7
	·	394,507.77	L				_
	n employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit credit	ors"), and identify all c	reditors under hire-purchase,			2.4	
	cents and creditors claiming retention of title over property in the company's possession.		•				
	uployees and former employees and the total of the delits owed to them and the number of consumer deposit creditors and the t	otal of the debts ow	ed to them. Full details of their clai	ms must be set out	in separate sche	dules.	
The employee and consumer deposit erec	litor schedules are NOT delivered to the Registrar of Companies.						
Company Employees (Inclu							
Claims of employees and former employees	syees. This schedule is NOT delivered to the Registrar of Companies.	Amount of debt	Details of any security held by	Date security	Value of	٦ `	
		Amount of debt	Details of any security held by	Date security	Value of	7	
Claims of employees and former employees	syees. This schedule is NOT delivered to the Registrar of Companies.	Amount of debt	Details of any security held by	Date security	Value of	) 	
Claims of employees and former employees	syees. This schedule is NOT delivered to the Registrar of Companies.	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former employees	syees. This schedule is NOT delivered to the Registrar of Companies.	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former employees	syees. This schedule is NOT delivered to the Registrar of Companies.	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former emple Name of Creditor or Claimant	vees. This schedule is NOT delivered to the Registrar of Companies. Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former emple Name of Creditor or Claimant  Insert as many lines as required - abo	vees. This schedule is NOT delivered to the Registrar of Companies. Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former emple Name of Creditor or Claimant	vees. This schedule is NOT delivered to the Registrar of Companies. Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former emple Name of Creditor or Claimant  Insert as many lines as required - abo	vees. This schedule is NOT delivered to the Registrar of Companies. Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of		
Claims of employees and former emplo Name of Creditor or Claimant  Insert as many lines as required - abo  TOTAL	vees. This schedule is NOT delivered to the Registrar of Companies. Address (with postcode)  we this line			Date security	Value of		
Claims of employees and former emple Name of Creditor or Claimant  Insert as many lines as required - abo TOTAL  Note: You must include all creditors, other tha	vees. This schedule is NOT delivered to the Registrar of Companies. Address (with postcode)			Date security	Value of		
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Claims of employees and former emplo Name of Creditor or Claimant  Insert as many lines as required - abo TOTAL  Note: You must include all creditors, other the chattel lensing or conditional sale agrees toucheds in this section the number of fe- tunders in this section the number of sections.	wees. This schedule is NOT delivered to the Registrar of Companies.  Address (with postcode)  Address (with postcode)  we this line  nemptoyees, former employees and consumer credition chaining amounts paid in solvenee of the supply of goods or services ("consumer deposit creditions and creditions chaining retention of filth over property in the company's procession.	ora"), and identify all o	rectiors under hire-purchase,			dutes.	
Claims of employees and former emplo Name of Creditor or Claimant  Insert as many lines as required - abo TOTAL  Note: You must include all creditors, other the chattel leveling or conditional sale agrees truthed in this schedule the number of c	wees. This schedule is NOT delivered to the Registrar of Companies.  Address (with postcode)  Address (with postcode)  to this line  to this line  to this line  to this line conjugate, former employers and common creditors chiming amounts pold in solvance of the supply of goods or services ("consumer depost credit unerts and creditors chiming returnion of this own property in the company's procession.  But a conjugate to the conjugate of the conjugate of the supply of goods or services ("consumer deposit credit unerts and creditors chiming returnion of this own property in the company's procession.  But a conjugate to the conjugate of the supply of goods or services ("consumer deposit creditors and the full to a conjugate of the supply of goods or services ("consumer deposit creditors and the full to a conjugate of the supply of goods or services ("consumer deposit creditors and the full to a conjugate of the supply of goods or services ("consumer deposit creditors and the full to a conjugate of the supply of goods or services ("consumer deposit creditors and the full to a conjugate of the supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply of goods or services ("consumer deposit creditors and the full to a conjugate or supply or supply or goods or supply or goods or supply or g	ora"), and identify all o	rectiors under hire-purchase,			duks.	
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Claims of employees and former employees and former employees and former employees are consistent of the constant of the const	wees. This schedule is NOT delivered to the Registrar of Companies.  Address (with postcode)  Address (with postcode)  and the line  completes a former employers and consumer creditors chaining a mounts poid in advance of the supply of goods or services ("consumer deposit credit ments and creditors chaining retrustion of this core property in the company's procession, making the construction of the core property in the company's procession.  Bitor archeolules are NOT delivered to the Registrar of Companies.  RS  RS  RS  Samounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies.	ora"), and identify all of	reditors under hire-purchase, red to them. Full details of their etai	atts must be set out	in separate sche	dules.	
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Claims of employees and former employees and former employees and former employees and former employees are considered as the second of the se	week. This schedule is NOT delivered to the Registrar of Companies.  Address (with postcode)  Address (with postcode)  an employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors claiming retention of fith over property in the company's possession, unphayees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the fitter schedules are NOT delivered to the Registrar of Companies  RS  amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies Address (with postcode)	ora"), and identify all of	reditors under hire-purchase, red to them. Full details of their etai	atts must be set out	in separate sche	ndules.	
Claims of employees and former employees and former employees and former employees are considered and the second of the second o	week. This schedule is NOT delivered to the Registrar of Companies.  Address (with postcode)  Address (with postcode)  an employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors claiming retention of fith over property in the company's possession, unphayees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the fitter schedules are NOT delivered to the Registrar of Companies  RS  amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies Address (with postcode)	ora"), and identify all of	reditors under hire-purchase, red to them. Full details of their etai	atts must be set out	in separate sche	dutes.	

Xercise4Less (Leeds) Ltd COMPANY CREDITORS -

TOTAL

5 Xercise4Less (Leeds) Ltd
COMPANY SHAREHOLDERS If more convenient a list of the compo

If more convenient, a list of the company's shareholders may be attached to this page					
Address (with postcode)	No. of shares	Nominal Value	Details of shares held		
Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	1	1.00	Ordinary shares		
		· · · · · · · · · · · · · · · · · · ·			
·					
		1.00	I .		
	Address (with postcode)	Address (with postcode) No. of shares	Address (with postcode) No. of shares Nominal Value Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ 1 1.00		

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs	
Name of Company	Company Number
Xercise4Less (Bolton) Limited	08113124
Name of Court	Court Number
In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)	

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

 Full name
 Helen Gauden

 Helen Gauden
 Helen Gauden

 Signed
 27/07/2020

#### Assets

Assets subject to fixed charge

Detail of asset

Detail of asset Detail of asset

Detail of asset

Detail of asset

Less monies due to fixed charge holder(s)

JD

BGF Deficit to fixed charge holder

Assets subject to floating charge

Plant & Machinery Xercise4Less Wakefield Xercise4Less Stockton

Xercise4Less Hull Xercise4Less Newcastle Under Lyme

Xercise4less Nottingham Ltd

Wright Leisure

Book Value	Estimated to realise	
£	£	
		1
0.00	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
		l
	(38,528,682.00)	
<u>, , , , , , , , , , , , , , , , , , , </u>	(2,711,853.00)	N'
0.00	(41,240,535.00)	!
58,980.51	0.00	i
21,183.64	0.00	
12,020.17	0.00	
33,777.50	0.00	
22,996.20		
5,000.00		
96,048.56		
,		
	1,	
250,006,58	0.00	١٠

Total assets available for preferential creditors

Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less (Bolton) Limited A1 - Summary of Liabilities

Total assets available for preferential creditors (carried forward from page A)		
	£C	0.00
Liabilities		
Preferential creditors	£0.00	
Estimated deficiency/surplus as regards preferential creditors	£c	0.00
Estimated prescribed part of net property where applicable(to carry forward)	£0.00	
Estimated total assets available for floating charge holders	£e	0.00
	38,528,682.00) £2,711,853.00)	
Estimated deficiency/surplus of assets after floating charges	(£41,240,535	.00)
Estimated prescribed part of net property where applicable (brought down)	£0.00	
Total assets available to unsecured creditors	£	0.00
Unsecured non-preferential claims(excluding any shortfall to loating charge holders)	(£349,383.54)	•
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	(£349,383	.54)
Shortfall to floating charge holders (brought down) (£	41,240,535.00)	
Estimated deficiency/surplus as regards creditors	(£41,589,918	.54)
Issued and called up capital	(£1.00)	
Estimated total deficiency/surplus as regards members	(£41,589,919	.54)

# Xercise4Less (Bolton) Limited COMPANY CREDITORS -

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security £	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
Xercise4Less Castleford Xercise4Less Leeds Xercise4Less Doncaster Bolton Central RP Ltd - Rent Bolton Central RP Ltd - SC	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ c/o Savills (UK) Ltd, Belvedere, 12 Booth St, Manchester, M2 4AW c/o Savills (UK) Ltd, Belvedere, 12 Booth St, Manchester, M2 4AW	14,512.83 132,623.56 89,395.41 97,458.14 15,393.60	None None	N/a	N/a N/a N/s N/a N/a	Intercompany Intercompany Intercompany Lease Asset Lease Asset
Insert as many lines as required - abo	, one this line			·	· · · · · · · · · · · · · · · · · · ·	
TOTAL		349,383.54				

Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of go chattel leaving or cumultimant sale agreements and creditors claiming retention of title over promerty in the company's passession. Include in this schedule the number of employees and former comployees and the total of the debts owed to them and the number of conc The employee and consumer deposit creditors exhedules are NOT delivered to the Registrar of Companies.

Name of Creditor or Claimant	 Address (with postcode)		Amount of debt	Details of any security held by	Date security	Value o
	• • • •	;	,		•	

CONSUMER DEPOSIT CREDITOR					
Claims of consumer creditors claiming a	amounts paid in advance of the supply of goods or services. This schedule is NOT deli	vered to the Registrar of Companies			
Name of Creditor or Claimant	Address (with postcode)	. Amount of debt	Details of any security held by	Date security	Value of
Insert as many lines as required - abou	ve this line				
TOTAL			·		-
TOTAL !		340.383.54	I I		- 1

5 Xercise4Less (Bolton) Limited COMPANY SHAREHOLDERS -

If more convenient, a list of the company's shareholders may be attached to this page						
Name of shareholder Address (with postcode) No. of shares Nominal Value Details of shares						
Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	· 1	1.00	Ordinary shares		
Insert as many lines as required				•		
TOTAL			1.00			

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs		<u> </u>				
Name of Company						
Xercise Health & Fitness Club Limited						

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD) Court Number

Court Number

CR-2020-LDS-000604

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on

Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name
Helen Gauden

U
Signed

Dated
27/07/2020

### Assets

Assets subject to fixed charge

Detail of asset

Less monies due to fixed charge holder(s)

JD

BGF

Deficit to fixed charge holder

Assets subject to floating charge

Plant & Machinery

Xercise4Less Wakefield

Xercise4Less Stockton

Xercise4Less Leeds

Xercise4Less Doncaster

Xercise4Less Wigan Xercise4Less Bolton

Xercise4Less Hull

Xercise4Less Newcastle Under Lyme

Xercise4less Nottingham Ltd

Book Value	Estimated to realise	
£	£	
0.00	. 0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
	0.00	
	(38,528,682.00)	N.
	(2,711,853.00)	N.
0.00	(41,240,535.00)	
	,	
34,924.49	0.00	
35,666.00	4 0.00	
109,044.00 14,285.00	0.00 0.00	
11,515.00	0.00	
. 15,342.00	0.00	
14,513.00	0.00	
30,647.00	0.00	
10,699.00	0.00	
121.00	0.00	
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0.00

276,756.49

Total assets available for preferential creditors

Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise Health & Fitness Club Limited A1 - Summary of Liabilities -

Total assets available for preferential creditors	to realise
(carried forward from page A)	£0.00
Liabilities	· · · · · · · · · · · · · · · · · · ·
Preferential creditors	£0.00
Estimated deficiency/surplus as regards preferential creditors	£0.00
Estimated prescribed part of net property where applicable(to carry forward)	£0.00
Estimated total assets available for floating charge holders	£0.00
	,528,682.00)
	2,711,853.00)
Estimated deficiency/surplus of assets after floating charges	(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	£o.óo
Total assets available to unsecured creditors	£0.00
Unsecured non-preferential claims(excluding any shortfall to (loating charge holders)	£354,160.68)
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	(£354,160.68)
Shortfall to floating charge holders (brought down) (£41	1,240,535.00)
Estimated deficiency/surplus as regards creditors	(£41,594,695.68)
Issued and called up capital	(£1.00)
Estimated total deficiency/surplus as regards members	(£41,594,696.68)

Name of Creditor or Claimant Address (with nostrode) Amount of debt Details of any security held by Date security Security Retention of title						•		
Name of Creditor or Claimant  Address (with postcode)  Amount of debt	MPANY CREDITORS -				•			
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# 5 Xercise Health & Fitness Club Limited COMPANY SHAREHOLDERS -

If more convenient, a list of the comp	pany's shareholders may be attached to this page			
Name of shareholder	Address (with postcode)	No. of shares	Nominal Value	Details of shares held
Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	. 1	1.00	Ordinary shares
				· · · · · · · · · · · · · · · · · · ·
Insert as many lines as required				
TOTAL			. 1.00	1

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs				 
Name of Company				
			-	
Xercise4Less (Doncaster)	Limited	_		

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD) Company Number
07962472
Court Number

CR-2020-LDS-000605

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name Helen Gauden

Signed

Dated 27/07/2020

## Assets

Assets subject to fixed charge

Detail of asset

Less monies due to fixed charge holder(s)

BGF

Deficit to fixed charge holder

Assets subject to floating charge Plant & Machinery

Xercise4Less Leeds

Xercise4Less Bolton Xercise4Less Hull Xercise4Less Newcastle Under Lyme

Book Value	Estimated to realise	
£	£	
	•	1
0.00	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
0.00	0.00	
	770 070	اندا
·	(38,528,682.00)	
	(2,711,853.00)	N1
0.00	(41,240,535.00)	1
		ļ
60,363.29	0.00	
131,745.49	0.00	
69,619.36	•	l
3,891.19	,	
. 7,984.81		
	u.	
	•	
		1
273,604.14	0.00	ł
2/3,004.14	0.00	1

Total assets available for preferential creditors

Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less (Doncaster) Limited A1 - Summary of Liabilities -

	to realise	
Total assets available for preferential creditors (carried forward from page A)		£0.00
Liabilities		
Preferential creditors	£0.00	
Estimated deficiency/surplus as regards preferential creditors		£0.00
Estimated prescribed part of net property where applicable(to carry forward)	£0.00	
Estimated total assets available for floating charge holders		£0.00
JD BGF	(£38,528,682.00) (£2,711,853.00)	
Estimated deficiency/surplus of assets after floating charges		(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	£0.00	
Total assets available to unsecured creditors	•	£0.00
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)	(£508,114.94)	
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	•	(£508,114.94)
Shortfall to floating charge holders (brought down)	(£41,240,535.00)	•
Estimated deficiency/surplus as regards creditors	•	(£41,748,649.94)
Issued and called up capital	(£1.00)	
Estimated total deficiency/surplus as regards members		(£41,748,650.94)
Signature Date 27/07	/2020	

Xercise4Less (Doncaster) Limited COMPANY CREDITORS -

Rent SC

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security £	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
Xercise4Less Castleford Xercise4Less Wakefield Xercise4Less Wokoton Xercise4Less Wigan Wright Leisure Vabeld UK Ltd Vabeld UK Ltd	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, I.S4 2AZ C/O Mason Owen Property Consultants, 7th Corp. 20 Chapel Street, Liverpool, L3 9AG c/o Mason Owen Property Consultants, 7th Floor, 20 Chapel Street, Liverpool, L3 9AG	11,514.83 70,303.00 31,257.52 32,180.87 215,751.41 120,000.00 27,107.31	None None None None None	N/a N/a N/a N/a N/a N/a N/a N/a	N/a N/a N/a N/a N/a N/a N/a	Intercompany Intercompany Intercompany Intercompany Intercompany Lease Asset Lease Asset
Insert as many lines as required - abo	ove this line	508 114 94	r			

Claims of employees and former employees. This schedule is NO	OT delivered to the Registrar of Companies.	
Name of Creditor or Claimant	Address (with postcode)	Amount of debt   Details of any security held by   Date security   Value of
1		
Insert as many lines as required - above this line		
TOTAL		

CONSUMER DEPOSIT CREDITORS						
Claims of consumer creditors claiming amounts pai	id in advance of the supply of goods or services. This schedule is NO	T delivered to the Registrar of Companie	es		_	
Name of Creditor or Claimant	Address (with postcode)		Amount of debt	Details of any security held by	Date security	Value of
[					•	
Insert as many lines as required - above this line						
TOTAL						-
				-		

# 5 Xercise4Less (Doncaster) Limited COMPANY SHAREHOLDERS If more convenient a list of the compo

If more convenient, a list of the comp	any's shareholders may be attached to this page			
Name of shareholder	Address (with postcode)	No. of shares	Nominal Value	Details of shares held
Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	, 1	1.00	Ordinary shares
Insert as many lines as required				
TOTAL	· · · · · · · · · · · · · · · · · · ·		1.00	h

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs			
Name of Company			
		7.	
Xerciseal ess (Hull) Limited	•		

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD) Company Number
08038683
Court Number

CR-2020-LDS-000597

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name Helen Gauden

Signed

Dated <u>27/07/2020</u>

## Assets

Assets subject to fixed charge Detail of asset Less monies due to fixed charge holder(s)

JD BGF

Deficit to fixed charge holder

Assets subject to floating charge

Plant & Machinery

Set up costs Xercise4Less Wakefield

Xercise4Less Stockton

Xercise4Less Wigan

Xercise4Less Newcastle Under Lyme

Xercise4less Nottingham Ltd

Wright Leisure

Book	Estimated		
Value	to realise		
£	£		
0.00	0.00		
0.00	0.00		
0.00	0.00		
0.00	0.00		
0.00	0.00		
		l	
	(0-)077		
	. (2,711,853.00)	N1	
0.00	(41,240,535.00)		
59,601.01	0.00		
38,894.19	0.00	1	
18,159.22	0.00		
4,227.78	0.00		
39,764.94	0.00		
20,922.41	0.00		
25,668.18	0.00		
56,585.88			
·			
,	7-		
·			
263,823.61	0.00		
203,023.01	0.00	J	

Total assets available for preferential creditors

Signed

Dated 27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less (Hull) Limited A1 - Summary of Liabilities -

	· . [	to realise
Total assets available for preferential creditors (carried forward from page A)		£0.00
Liabilities		
Preferential creditors	£0.00	•
Estimated deficiency/surplus as regards preferential creditors		£0.00
Estimated prescribed part of net property where applicable(to carry forward)	£0.00	
	**	
Estimated total assets available for floating charge holders		£0.00
JD BGF	(£38,528,682.00) (£2,711,853.00)	
Estimated deficiency/surplus of assets after floating charges		(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	£0.00	
Total assets available to unsecured creditors		£0.00
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)	(£252,738.94)	
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)		(£252,738.94)
Shortfall to floating charge holders (brought down)	(£41,240,535.00)	•
Estimated deficiency/surplus as regards creditors		(£41,493,273.94)
Issued and called up capital	(£1.00)	
Estimated total deficiency/surplus as regards members		(£41,493,274.94)
Signature H. L. Date 27/07/	2020	

# Xercise4Less (Hull) Limited COMPANY CREDITORS -

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
XerciseaLess Castleford XerciseaLess Leeds XerciseaLess Doncaster XerciseaLess Bolton Savills - Rent	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Belvedere, 12 Booth St, Manchester, M2 4AW	30,647.10 99,983.15 3,891.19 33,777.50 84,440.00	None None	N/a N/a N/a N/a N/a	N/a N/a N/a N/a N/a	Intercompany Intercompany Intercompany Intercompany Lease Asset
Insert as many lines as required - abo	ove this line					
TOTAL		252,738.94				

Claims of employees and former employe	ees. This schedule is NOT delivered to the Registrar of Companies.		
Name of Creditor or Claimant	Address (with postcode)	Amount of debt   Details of any security held by   Date security	Value of
		•	. [
			i
Insert as many lines as required - above	e this line		
TOTAL			

CONSUMER DEPOSIT CREDITORS						
Claims of consumer creditors claiming amounts paid in advance	e of the supply of goods or services. This schedule is NOT delivered	to the Registrar of Companies				
Name of Creditor or Claimant .	Address (with postcode)	A	mount of debt	Details of any security held by	Date security	Value of
<b>*</b>						
L						]
Insert as many lines as required - above this line						
TOTAL			-			-
TOTAL			252 728 04			-

# Xercise4Less (Hull) Limited COMPANY SHAREHOLDERS -

-	If more convenient, a list of the comp	pany's shareholders may be attached to this page			•		
	Name of shareholder	- Address (with postcode)	No. of sl	nares .	Nominal Value	Details of share	s held
	Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	•	1	1.00	Ordinary shares	
		*					
	Insert as many lines as required				,		
	TOTAL				1.00		

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statem	ient of Aliai	175		
Name o	f Company			
l '		7		

Xercise4Less Nottingham Limited

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)

Company Number 08488780

Court Number

cr-2020-LDS-000601

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on Date

.22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Helen Gauden Full name

Signed

Dated 27/07/2020

			•
Assets	, ·	,	ς
Assets s	ubject to fixed cl	harge	
	Detail of asset	t	
	Detail of asset	t .	
	Detail of asset	t	
·	Detail of asset	t	
	Detail of asse	t	
Less mo	nies due to fixed	l charge	holder(s
,	JD	,	
	BGF		
Deficit to	o fixed charge h	older	
Assets s	abject to floating	g charge	
	• • • • • • • • • • • • • • • • • •		
			• .

].	Estimated	Book
	, to realise	Value
]	£	£
	0.00	0.00
	0.00	0.00
	0.00	0.00
	0.00	0.00
	0.00	0.00
	(38,528,682.00)	
	(2,711,853.00)	
4	(41,240,535.00)	0.00
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	0.00	0.00
	0.00	, 0.00
	0.00	0.00
	0.00	0.00
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l .		
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	0.00	

Total assets available for preferential creditors

Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less Nottingham Limited A1 - Summary of Liabilities -

		Estimated to realise
Total assets available for preferential creditors (carried forward from page A)		£0.00
Liabilities		
Preferential creditors	£0.00	
Estimated deficiency/surplus as regards preferential creditors		£0.00
Estimated prescribed part of net property where applicable(to carry forwar	d) £0.00	
	•	
Estimated total assets available for floating charge holders		£0.00
JD BGF	(£38,528,682.00) (£2,711,853.00)	
Estimated deficiency/surplus of assets after floating charges		(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	£0.00	
Total assets available to unsecured creditors		£0.00
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)	(£155,465.68)	
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)		(£155,465.68)
Shortfall to floating charge holders (brought down)	(£41,240,535.00)	
Estimated deficiency/surplus as regards creditors		(£41,396,000.68)
Issued and called up capital	(£1.00)	
Estimated total deficiency/surplus as regards members		(£41,396,001.68)

Note: You must include all creditions, other than employees, former employees and onsurance recitions claiming, amongts paid in advances (the supply of goods or services ("consumer deposit creditions"), and identify all creditions under hire-purchase, ethantel leaving nor conditional sale agreements and creditions claiming retention of title over property in the company's procession.

Include in this schedule the number of employees and former employees and the total of the debts owed to them. Full details of their claims must be set out in separate sched

## Xercise4Less Nottingham Limited COMPANY CREDITORS -

Name of Creditor or Claimant	Address (with postcode)		Amount of debt	Details of any security held by creditor	Date security given	Value of security	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
Yercise4Less Wakefield	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		3,100.00	None	N/a	N/a	Intercompany
Xercise4Less Stockton	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		8,880.00	None	N/a	N/a	Intercompany
Xercise4Less Leeds	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		5,384.77	None	N/a	N/a	Intercompany
Xercise4Less Bolton	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		5,000.00	None	N/a	N/a	Intercompany
Xercise4Less Hull	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		25,668.18	None	N/a	N/a	Intercompany
Xercise4Less Newcastle Under Lyme	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		1,650.00	None	N/a	N/a	Intercompany
Wright Leisure	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ		10,677.85	None	N/a	N/a	Intercompany
Cash at bank	Lloyds bank		28.00	None	N/a -	N/a	Creditor
CR Estates Ltd - Rent	c/o Fisher Hargreaves Proctor Ltd, 10 Oxford Street, Nottingham, NG1 5BG	•	92,169.45	None	N/a	N/a	Lease Asset
CR Estates Ltd - Insurance	_c/o Fisher Hargreaves Proctor Ltd, 10 Oxford Street, Nottingham, NG1 5BG		2,907.43	None	N/a ·	N/a	Lease Asset
Insert as many lines as required - abo	ve this line			<u></u>			
TOTAL			155,465.68				

Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts part include all creditors, other than employees, former employees and consumer creditors claiming amounts part in the part may be applied to produce the consumer deposit creditors and identify all creditors under hire-purchase; charted location or creditors and creditors claiming are creditors and creditors claiming are creditors.

Curricy in Straight the mainter of employees and former employees and the total of the debts owed to them. Full details of their claims must be set out in separate schedules

COMPANY EMPLOYEES (INCLUDING FORMER EMPLOYEES)

Claims of employees and former employees. Thi	s schedule is NOT delivered to the Registra	r of Companies.					
Name of Creditor or Claimant	Ad-	dress (with postcode)		Amount of deb	Details of any security held by	Date security	Value of
i ·							1
(					74		1
1							- 1
Į.			•				}
1				*			
[				4			_
Insert as many lines as required - above this lin	ie						
TOTAL							

Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase chartel leaving or countilisman size as guergements and creditors claiming retention of this owner pursuers in the commany's prossession.

chattel lessure or control sade agreements and creditors claiming reticution fills over properly in the company's procession.

Include lessure or control seven described because and creditors claiming reticution of little over properly in the company's procession.

Include lessure or control is exceeded to the control of the debts owed to them. Full details of their claims must be set out in separate schedules.

The employee and consumer deposit creditor schedules are NOT delivered to the Registrar of Companies.

CONSUMER DEPOSIT CREDITORS

Claims of consumer creditors claiming amounts paid in advance of th	e supply of goods or services. This schedule is NOT delivered to the	he Registrar of Companies	
Name of Creditor or Claimant	Address (with postcode)	Amount of debt Details of any se	curity held by Date security Value of
		<del></del>	
The state of the s	<del></del>		
Insert as many lines as required - above this line			
TOTAL			
TOTAL		155,465.68	

5 Xercise4Less Nottingham Limited COMPANY SHAREHOLDERS

. .

If more convenient, a list of the comp	any's shareholders may be at	ttached to this page				<u> </u>
Name of shareholder	Ad	ldress (with postcode)	No.	of shares	Nominal Value	Details of shares held
Wright Leisure Limited	Unit i Kirkstall Industrial I	Estate, Kirkstall Road, Leeds, 1	S4 2AZ	1	1.00	Ordinary shares
1						
Insert as many lines as required	v				·	
TOTAL			٠ ٠.		1.00	

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

tatem	ent of Al	tairs				
ame of	Compan	y				
			-	 	 <del></del>	_

Xercise4Less Newcastle Under Lyme Limited

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)

Company Number
08395210
Court Number

CR-2020-LDS-000599

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name

Helen Gauden

Signed

Dated

27/07/2020

Δ	666	et c
n	ಎಂ	-

Assets subject to fixed charge Detail of asset

Detail of asset

Detail of asset

Detail of asset Detail of asset

Less monies due to fixed charge holder(s)

BGF

Deficit to fixed charge holder

Assets subject to floating charge Plant & Machinery

Set up costs

Xercise4Less Wakefield Xercise4less Nottingham Ltd

Book	Estimated	
Value	to realise.	l,
£	£	
0.00	0.00	
• 0.00	0.00	
0.00	0.00	
. ' 0.00	0.00	
0.00	0.00	
	(30,350,603,350)	
	(38,528,682.00)	
 	(2,711,853.00)	N1
0.00	(41,240,535.00)	
56,283.01	0.00	
5,290.63	0.00	
33,839.99	. 0.00	
1,650.00	0.00	
		٠.
97,063.63	0.00	ĺ

Total assets available for preferential creditors

Signed

Dated

27/07/2020

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less Newcastle Under Lyme Limited A1 - Summary of Liabilities -

	Ĺ	to realise
Fotal assets available for preferential creditors (carried forward from page A)	•	£0.00
Liabilities		
Preferential creditors	£0.00	
estimated deficiency/surplus as regards preferential creditors		£0.00
stimated prescribed part of net property where applicable(to carry forward)	£0.00	
	•	
stimated total assets available for floating charge holders		£0.00
D IGF	(£38,528,682.00) (£2,711,853.00)	
stimated deficiency/surplus of assets after floating charges		(£41,240,535.00)
stimated prescribed part of net property where applicable brought down)	£0.00	
otal assets available to unsecured creditors		£0.00
insecured non-preferential claims(excluding any shortfall to oating charge holders)	(£227,721.52)	
stimated deficiency/surplus as regards non-preferential reditors (excluding any shortfall to floating charge holders)	•	(£227,721.52)
hortfall to floating charge holders (brought down)	(£41,240,535.00)	
stimated deficiency/surplus as regards creditors		(£41,468,256.52)
ssued and called up capital	(£1.00)	
Estimated total deficiency/surplus as regards members		(£41,468,257.52)

Estimated

## Xercise4Less Newcastle Under Lyme Limited COMPANY CREDITORS -

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security £	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
l Xercise4Less Castleford	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	10,699.05	None	N/a	N/a	Intercompany
Xercise4Less Stockton	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	3,025.00		N/a	N/a	Intercompany
Xercise4Less Leeds	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	29,391.19		N/a	N/a	Intercompany
Xercise4Less Doncaster	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	7,984.81		N/a	N/a	Intercompany
Xercise4Less Wigan	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	15,984.81	None	N/a	N/a	Intercompany
Xercise4Less Bolton	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	22,996.20		N/a	N/a ·	Intercompany
Xercise4Less Hull	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	20,922.41	None *	N/a	N/a	Intercompany
Wright Leisure	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	19,260.21	None	N/a	N/a	Intercompany
Real Estate Investors PLC - Rent	c/o Mason Owen Property Consultants, 7th Floor, 20 Chapel Street, Liverpool, L3 9AG	18,259.44	None	N/a	N/a	Lease Asset
		79,198.40	None	N/a	N/a	Lease Asset
Insert as many lines as required - abo	ove this line	,	1			
TOTAL		227,721.52				

## COMPANY EMPLOYEES (INCLUDING FORMER EMPLOYEES)

Claims of employees and former employ	yees. This schedule is NOT delivered to the Registrar of Companies.	
Name of Creditor or Claimant	Address (with postcode)	Amount of debt   Details of any security held by   Date security   Value of
		۰
	•	
Insert as many lines as required - abou	ve this line	
. TOTAL		

CONSUMER DEPOSIT CREDITOR							
Claims of consumer creditors claiming a	mounts paid in advance of the supply of go	ods or services. This schedule is NOT delive	red to the Registrar of Companie	S	•		
Name of Creditor or Claimant		Address (with postcode)		Amount of debt	Details of any security held by	Date security	Value of
					,		. 1
L							
Insert as many lines as required - abov	e this line				_		
TOTAL		, , , , , , , , , , , , , , , , , , , ,					•
			<del>-</del>				
momar							

5 Xercise4Less Newcastle Under Lyme COMPANY SHAREHOLDERS -

If more conver	nient, a l	ist of the	company's	shareholder	s may be at	tached to th	is page

Name of shareholder	Address (with postcode)	No. of shares	Nominal Value	Details of shares held
Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	1	1.00	Ordinary shares,
		•		
Insert as many lines as required				
TOTAL			1.00	

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Allairs	<u> </u>			
Name of Company			 	

Xercise4Less (Wakefield) Limited

Name of Court

In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)

Company Number

Court Number

CR-2020-LDS-000594

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the companys affairs on Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name

Helen Gauden

Signed

Dated

27/07/2020

### Assets

Assets subject to fixed charge

Detail of asset

Detail of asset Detail of asset

Detail of asset

Detail of asset

Less monies due to fixed charge holder(s)

JD

BGF

Deficit to fixed charge holder

Assets subject to floating charge

Plant & Machinery
Set up costs
Xercise4Less Stockton

Xercise4Less Leeds

Xercise4Less Doncaster

Xercise4less Nottingham Ltd

Uncharged assets

Detail of asset

. Detail of asset

Total assets available for preferential creditors

Signed

Dated

27/07/2020

Book Value £	Estimated to realise £		
0.00	. 0.00		
0.00	0.00		
0.00	0.00		
0.00	, 0.00		
	0.00		
	(38,528,682.00)		
· <u>i</u>	(2,711,853.00)	ı	
. 0.00	(41,240,535.00)		

. 0.00	(41,240,535.00)
	·
47,878.80	. 0.00
573.55	0.00 °
42,163.36	0.00
112,529.38	
70,303.00	·
3,100.00	
	,
0.00	0.00
• 0.00	to.00
	,
276,548.09	0.00

N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less (Wakefield) Limited A1 - Summary of Liabilities -

Total assets available for preferential creditors (carried forward from page A) Liabilities			£0.00
Liabilities			
,			
Preferential creditors		£0.00	1 ·
Estimated deficiency/surplus as regards preferential	creditors		£0.00
Estimated prescribed part of net property where applicable(to	carry forward)	£0.00	
Estimated total assets available for floating charge ho	ders		£0.00
JD BGF		(£38,528,682.00) (£2,711,853.00)	
Estimated deficiency/surplus of assets after floating c	harges		(£41,240,535.00)
Estimated prescribed part of net property where applicable (brought down)	٠	£0.00	
Total assets available to unsecured creditors		•	£0.00
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)		(£677,936.93)	
Estimated deficiency/surplus as regards non-preferer creditors (excluding any shortfall to floating charge h			(£6 <sub>77</sub> ,936.93)
Shortfall to floating charge holders (brought down)		(£41,240,535.00)	• •
Estimated deficiency/surplus as regards creditors	•	•	(£41,918,471.93)
Issued and called up capital		(£1.00)	1, 1
Estimated total deficiency/surplus as regards members			(£41,918,472.93)

# Xercise4Less (Wakefield) Limited COMPANY CREDITORS -

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security £	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	313,229.24	None	N/a	N/a ·	Intercompany
Xercise Health & Fitness Club Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	35,222.48	None	N/a	N/a	Intercompany
Xercise4Less Wigan	Unit 1 Kirkstell Industrial Estate, Kirkstell Road, Leeds, LS4 2AZ	16,235.31	None	N/a	N/a	Intercompany
Xercise4Less Bolton	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	21,183.64	None	N/a	N/a	Intercompany
Xercise4Less Hull	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	18,159.22	None	N/a	N/a	Intercompany
Xercise4Less Newcastle Under Lyme	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	33,839.99	None .	N/a	N/a	Intercompany
Rent Free Provisions		2,584.32		N/a	N/a	Lease Asset
Onerous Lease/dilapidations		129,282.38	None	N/a	N/a	Lease
ent Midos properties Management Limited	147 Stamford Hill, London, N16 5LG	102,000.00	None		N/a	Lease Asset
surance Midos properties Management Limited	148 Stamford Hill, London, N16 5LG	6,200.35	None	N/a	N/a	Lease Asset
L	4		<u> </u>	·		
Insert as many lines as required - abo	ve this line					
TOTAL		677.026.02				

Name of Creditor or Claimant		Address (with postco	de) -	Amount of debt Detail	s of any security held by Date se	curity Value o
	•		,		,	

CONSUMER DEPOSIT CREDITORS	•				
Claims of consumer creditors claiming amou	ints paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies	3	_		
Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of
				•	
Insert as many lines as required - above this	s line				
TOTAL					-

## 5 Xercise4Less (Wakefield) Limited COMPANY SHAREHOLDERS -

If more convenient, a list of the company's shareholders may be attached to this pa	ny's shareholders may be attached to this page
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	i more convenient, a list of the comp	any's snareholders may be attached to this page			
· [	Name of shareholder	Address (with postcode)	No. of shares	Nominal Value Details of shares h	held
11	Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	1	<ul> <li>1.00 Ordinary shares</li> </ul>	- 1
Ł					
1	Insert as many lines as required			· ·	
	TOTAL			1.00	

In accordance with section 99 of the Insolvency Act 1986 and rule 3.30 of the Insolvency (England and Wales) Rules 2016

Insert date of insolvency

Statement of Affairs	
Name of Company	Company Number
	4
Xercise4Less (Wigan) Limited	07762643
Name of Court	Court Number
In the High Court of Justice, Business and Property Courts in Leeds, Insolvency and Companies List (ChD)	CR-2020-LDS-000603

The particulars and other information shown in this statement of affairs and any continuation sheets give a full **and complete statement of the companys affairs on**Date

22/07/2020

Statement of Truth

I believe that the facts stated in this statement are true.

Full name Helen Gauden Signed Dated 27/07/2020

### Assets

Assets subject to fixed charge

Detail of asset

Less monies due to fixed charge holder(s)

JD

BGF

Deficit to fixed charge holder

Assets subject to floating charge

Plant & Machinery Xercise4Less Wakefield

Xercise4Less Stockton

Xercise4Less Doncaster

Xercise4Less Bolton

Xercise4Less Newcastle Under Lyme

Book	Estimated	
Value	to realise	
£	£	
	· · · · · · · · · · · · · · · · · · ·	
0.00	0.00	
, 0.00	, 0.00	· .
0.00	. , 0.00	
0.00	0.00	
0.00	0.00	
	(38,528,682.00)	
	(2,711,853.00)	N1
0.00	(41,240,535.00)	
58,969.19	0.00	
16,235.31	. 0.00	
66,810.99	0.00	
32,180.87	0.00	
19,776.05		
15,984.81		
-	<b>!</b>	
	*	
209,957.22	0.00	

Total assets available for preferential creditors

Signed

Dated

27/07/2020

\_ N1 - The fix charge holders are the same throughout the entirety of the group companies. The fix charge is over the Group's assets and therefore included in the SOA in each individual entity for consistency.

3 Xercise4Less (Wigan) Limited A1 - Summary of Liabilities -

		Estimated to realise	
Total assets available for preferential creditors (carried forward from page A)		£0.00	
Liabilities			
Preferential creditors	£0.00		
Estimated deficiency/surplus as regards preferential creditors		£0.00	
Estimated prescribed part of net property where applicable(to carry forward)	£0.00		
		* *	
Estimated total assets available for floating charge holders	*	° £0.00	
JD BGF	(£38,528,682.00) (£2,711,853.00)		
Estimated deficiency/surplus of assets after floating charges		(£41,240,535.00)	
Estimated prescribed part of net property where applicable (brought down)	£0.00		. :
Total assets available to unsecured creditors		£0.00	•
Unsecured non-preferential claims(excluding any shortfall to floating charge holders)	(£232,716.75)		٠.
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	•	(£232,716.75)	
Shortfall to floating charge holders (brought down)	(£41,240,535.00)	•	
Estimated deficiency/surplus as regards creditors		(£41,473,251.75)	
Issued and called up capital	(£1.00)		
Estimated total deficiency/surplus as regards members		(£41,473,252.75)	
Hila		· •.	•

## Xercise4Less (Wigan) Limited COMPANY CREDITORS -

Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by creditor	Date security given	Value of security £	Type of Debt (eg Retention of title, hire purchase, lease asset, rent)
XerciseaLess Castleford XerciseaLess Leeds XerciseaLess Hull Wright Leisure Dean Property Services Limited - rent Dean Property Services Limited - insurance	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ Springfield House, Water Lane, Wilmslow, Cheshire, SK9 5BG Springfield House, Water Lane, Wilmslow, Cheshire, SK9 5BG	15,341.80 72,893.84 39,764.94 3,899.79 91,427.50 9,388.88	None None None None	N/a N/a N/a N/a N/a N/a N/a	N/A N/A N/A N/A N/A N/A	Intercompany Intercompany Intercompany Intercompany Lease Asset Lease Asset
Insert as many lines as required - above this line TOTAL	I.	232,716.75				

## COMPANY EMPLOYEES (INCLUDING FORMER EMPLOYEES)

Claims of employees and former employees. This schedule is NOT delivered to the Registrar of Companies.					
Name of Creditor or Claimant	Address (with postcode)	Amount of debt   Details of any security held by   Date security   Value of			
1					
1	•				
1					
l .	· · · · · · · · · · · · · · · · · · ·				
· ·					
<b>)</b>					
Insert as many lines as required - above this line					
TOTAL					

CONSUMER DEPOSIT CREDITORS

Claims of consumer creditors claiming amounts paid	in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies
Name of Creditor or Claimant	Address (with postcode)

Claims of consumer creditors claiming amounts paid i	in advance of the supply of goods of services. This schedule is NOT delivered to the Registrar of Companies				
Name of Creditor or Claimant	Address (with postcode)	Amount of debt	Details of any security held by	Date security	Value of
Insert as many lines as required - above this line					
TOTAL		-			
TOTAL		232,716.75			-

5 Xercise4Less (Wigan) Limited
COMPANY SHAREHOLDERS If more convenient, a list of the comp

i more convenient, a list of the company's shareholders may be attached to this page						
Name of shareholder	Address (with postcode)	No. of shares	Nominal Value	Details of shares held		
Wright Leisure Limited	Unit 1 Kirkstall Industrial Estate, Kirkstall Road, Leeds, LS4 2AZ	. 1	1.00	Ordinary shares		
Insert as many lines as required						
TOTAL			1.00	\		