In accordance with Rule 18.6 of the Insolvency (England & Wales) Rules 2016.

AM10

Notice of administrator's progress report

Companies House

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0 8 6 6 2 6 3 3
Company name in full	Cote Group (Bidco) Limited

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

2 Administrator's name

Full forename(s)	Matthew Boyd
Surname	Callaghan

3 Administrator's address

Building name/number	200 Aldersgate
Street	Aldersgate Street
Post town	London
County/Region	
Postcode	E C 1 A 4 H D
Country	

4 Administrator's name ❶

Full forename(s)	Andrew
Surname	Johnson

❶ **Other administrator**
Use this section to tell us about another administrator.

5 Administrator's address ❷

Building name/number	200 Aldersgate
Street	Aldersgate Street
Post town	London
County/Region	
Postcode	E C 1 A 4 H D
Country	United Kingdom

❷ **Other administrator**
Use this section to tell us about another administrator.

AM10
Notice of administrator's progress report

6 Period of progress report

From date	d 2 d 8	m 0 m 9	y 2 y 0 y 2 y 1
To date	d 2 d 7	m 0 m 3	y 2 y 0 y 2 y 2

7 Progress report

☑ I attach a copy of the progress report

8 Sign and date

Administrator's signature	Signature X		X
Signature date	d 2 d 6	m 0 m 4	y 2 y 0 y 2 y 2

AM10
Notice of administrator's progress report

Presenter information

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

Contact name Puneet Singh Muker

Company name FTI Consulting LLP

Address 200 Aldersgate

Aldersgate Street

Barbican

Post town London

County/Region

Postcode E C 1 A 4 H D

Country

DX

Telephone 07814 358498

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

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

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

Continuation page

Name and address of insolvency practitioner

What this form is for
Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. Attach this to the relevant form.❶ Use extra copies to tell us of additional insolvency practitioners.

What this form is NOT for
You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

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

All fields are mandatory unless specified or indicated by *

1 Appointment type

Tick to show the nature of the appointment:

- ☑ Administrator
- ☐ Administrative receiver
- ☐ Receiver
- ☐ Manager
- ☐ Nominee
- ☐ Supervisor
- ☐ Liquidator
- ☐ Provisional liquidator

❶ You can use this continuation page with the following forms:
- VAM1, VAM2, VAM3, VAM4, VAM6, VAM7
- CVA1, CVA3, CVA4
- AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25
- REC1, REC2, REC3
- LIQ02, LIQ03, LIQ05, LIQ13, LIQ14,
- WU07, WU15
- COM1, COM2, COM3, COM4
- NDISC

2 Insolvency practitioner's name

Full forename(s)	Lisa
Surname	Rickelton

3 Insolvency practitioner's address

Building name/number	200 Aldersgate
Street	Aldersgate Street
Post town	London
County/Region	
Postcode	E C 1 A 4 H D
Country	United Kingdom

Cote Group

Joint Administrators' Progress Report

For the period from 28 September 2021 to 27 March 2022

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26 April 2022

Entities Covered by this Report

Entity	Company Number
Taste Bidco Limited	09654975
Cote Restaurants Limited	05982915
Cote Restaurants Group Holdings Limited	08659502
Cote Kitchens Limited	12599618
Greenfields Meat Limited	09486138
Cote Group (Bidco) Limited	08662633
Jackson and Rye Restaurants Limited	08504197
Limeyard Restaurants Limited	08207403

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Glossary

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Glossary

Abbreviation	Definition
APA	Asset Purchase Agreement
BCP	BC Partners
BEIS	Department for Business, Energy and Industrial Strategy
c.	Approximately
CAHL	Cote at Home Limited
CDDA	Company Directors Disqualification Act 1986
CGBL	Cote Group (Bidco) Limited
CGFL	Cote Group (Financing) Limited
CHL	Cote Holdings Limited (Jersey holding company)
CKL	Cote Kitchens Limited
CRL	Cote Restaurants Limited, trading as Côte Brasserie
CRGHL	Cote Restaurants Group Holdings Limited
CT	Corporation Tax
CTL	Cote Topco Limited (Jersey holding company)
CVL	Creditor's Voluntary Liquidation
EBITDAP	Earnings Before Interest, Taxes, Depreciation, Amortization and Pension Income
GML	Greenfields Meat Limited
HMRC	HM Revenue & Customs
ICAEW	Institute of Chartered Accountants in England & Wales
IR16	Insolvency (England and Wales) Rules 2016 (as amended)
JRR	Jackson and Rye Restaurants Limited
LTO	Licence to occupy leasehold premises
NDA	Non-Disclosure Agreement
PAYE	Pay-as-you-earn tax
RPS	Redundancy Payments Service
Sch B1	Schedule B1 to the Act
SIP	Statement of Insolvency Practice
SIP 2	Investigations by office holders in Administration and insolvent liquidations
SIP 7	Presentation of financial information in insolvency proceedings
SIP 9	Payments to insolvency office holders and their associates from an estate
SIP 16	Pre-packaged sales in Administrations
SSRCF/RCF	Super Senior Revolving Credit Facility
TBL	Taste Bidco Limited
TUPE	Transfer of Undertakings (Protection of Employment) Regulations 2006

Term	Meaning
Act	Insolvency Act 1986 (as amended)
Administrations	The Administrations of the Cote Group entities
Appointment date	28 September 2020
Administrators / Joint Administrators / we / our / us /	Matthew Boyd Callaghan, Andrew James Johnson and Lisa Jane Rickelton
Cote Group / the Group / the Companies	Taste Bidco Limited, Cote Restaurants Limited, Cote Restaurants Group Holdings Limited, Cote Kitchens Limited, Greenfields Meat Limited, Cote Group (Bidco) Limited, Limeyard Restaurants Limited and Jackson and Rye Restaurants Limited
Lender / Secured Lender / Secured Creditor	Better Taste Holding 2 Limited and Partners Group (Guernsey) Limited
The Period	From 28 September 2021 to 27 March 2022
The Proposals	The Joint Administrators' Statement of Proposals dated 7 October 2020
Preferential Creditors	Principally employee claims for unpaid wages (max £800 per employee), holiday pay, and certain unpaid pension contributions
Prescribed Part	Amount set aside for Unsecured Creditors from floating charge net realisations in accordance with Section 176A of the Act
NewCo/Purchasers	Cote Restaurant Group Limited, Cote Deliveries Limited and Greenfield Food Supply Limited (wholly owned subsidiaries of Partners Group)
Secured Debt	c.£150m comprising a £10m Super Senior Revolving Credit Facility and a unitranche £140m Senior Multicurrency Term Loan provided by Partners Group
Transaction	Pre-packaged sale of the Group's assets to the Purchasers, owned by the Lenders
Unsecured Creditors	Principally trade creditors, landlords, utility providers and HMRC

Introduction

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Introduction

A summary of the report and relevant contact information can be found below.

- Matthew Callaghan, Andrew Johnson and Lisa Rickelton were appointed Joint Administrators of the following companies on 28 September 2020 by their directors:
  - Taste Bidco Limited, Cote Restaurants Limited, Cote Restaurants Group Holdings Limited, Cote Kitchens Limited, Greenfields Meat Limited, Cote Group (Bidco) Limited, Limeyard Restaurants Limited and Jackson and Rye Restaurants Limited
- Pursuant to Rule 18.6 IR16, we are required to provide creditors with reports setting out what has happened in the Administrations at six-monthly intervals.
- This report covers the Period from 28 September 2021 to 27 March 2022 and contains:
  - An explanation of the work we have undertaken during the Period and how the Administrations have progressed;
  - An update on the estimated outcome for each class of creditor;
  - Details of the work we still need to undertake before the Administrations can be concluded;
  - A statement of our receipts and payments in each of the insolvency estates and details of expenses we have incurred;
  - An update on our remuneration for acting as Joint Administrators; and
  - Further information required by statute regarding our appointment as Joint Administrators.
- Details surrounding the Administrations can also be found in our Proposals dated 7 October 2020, and our previous six-monthly progress reports which continue to be available online at: https://www.fticonsulting-emea.com/cip/cote-group-Administrations
- If you are unfamiliar with insolvency, we have included as an appendix a brief overview that you may wish to read before continuing to read this report.
- Certain legal notices regarding this report, our appointment and creditors' rights are also included as an appendix.

How to Contact Us

- Creditors can contact us using the preferred methods below:

  Email: coteadministrators@fticonsulting.com
  Post: Cote Group, c/o FTI Consulting LLP, 200 Aldersgate, Aldersgate Street, London EC1A 4HD
  Tel: 020 3727 1635

- Further information can be found online at: https://www.fticonsulting-emea.com/cip/cote-group-Administrations

Actions Required by Creditors

- As explained in our Proposals and later in this report, a small prescribed part dividend may be available for Unsecured Creditors in certain of the Companies.
- **Creditors of CRL, GML, CRGHL, TBL, CGBL and CKL should submit their claims to us as soon as possible, to the above address.**
- There is not expected to be any dividend for Unsecured Creditors of TBL, CRGHL or CGBL subject to any returns received from intercompany Prescribed Part distributions.

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Background to the Administration

In our previous statutory reports, we informed creditors that the business and assets of the Companies were sold immediately following our appointment. Below is a reminder of that transaction.

Background to the Companies and the Administrations

- We provided a background to the Companies and the events leading up to the appointment of administrators in our Proposals and SIP16 Statement. These are not repeated here for the purposes of this report unless considered necessary or beneficial to do so. Therefore, creditors may wish to review this report in conjunction with our Proposals and SIP16 Statement.
- In summary, the Group operated 98 restaurants under the Côte Brasserie brand and a further three under the Jackson & Rye and Limeyard brands, employing 3,204 people across the UK. Like many other UK casual diners, the Group was heavily impacted by Covid-19. The nationwide lockdowns resulted in a c.30% decline in year-on-year revenue and profit (EBITDAP) for the period ending July 2020 and ultimately the Companies were unable to avoid insolvency.

Sale of the Business and Assets

- For reasons disclosed in the Proposals, the Companies were unable to avoid entering an insolvency process, however we reported that the majority of the Group's business and assets were sold via a pre-pack Administration to NewCo, a wholly owned subsidiary of Partners Group, immediately following our appointment as Joint Administrators.
- The Transaction minimised business disruption, ensuring continuity for the business and its suppliers and protecting the Group's employees, thereby preserving over 3,000 jobs.
- The total sale consideration was £56.5m, structured such that Partners Group reduced its claim in the Administration as a secured creditor by £56.5m as a result of the Transaction. The consideration was allocated between fixed and floating charge realisations.
- The Transaction (in particular, assets excluded from the sale) resulted in the maximum Prescribed Part being likely to be available for the Unsecured Creditors of CRL and smaller Prescribed Part funds in LRL, JRR, GML, CRGHL, TBL and CGBL. Furthermore, the Purchasers committed to directly settling £3.0m of unsecured claims in CRL, which increases the dividend from the Prescribed Part for residual creditors.

Pre-pack Administration

- The term 'pre-pack Administration' refers to an insolvency process, in which 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 transaction or transactions immediately on or shortly after appointment.
- Shortly after a sale, creditors must be provided with sufficient information such that a reasonable and informed third party would conclude that the pre-pack sale was appropriate and that the administrator has acted with due regard to the creditors' interests.

~£600k

Available to Unsecured Creditors

The maximum Prescribed Part of £600k is likely to be available to the Unsecured Creditors of CRL as a result of the Transaction.

~3,000 jobs

Number of jobs saved

The sale of the business included the transfer of over 3,000 jobs to the Purchasers, significantly reducing the level of claims against the company.

100%

Dividend to Preferential Creditors

The reduced level of employee-related claims are capable of being paid in full from surplus floating charge realisations.

Progress of the Administrations

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Realising the Assets

After the immediate sale of the business and assets, there remained a significant amount of work to do in the Administrations, particularly in relation to the leasehold properties held by Cote Restaurants Limited.

Leasehold Properties

- As set out in the APA dated 28 September 2020, the Purchaser continued to occupy properties pursuant to the License to Occupy (LTO) agreements granted by the Joint Administrators.
- As shown overleaf, to date, 79 lease assignments have completed, with eight more landlords having agreed Heads of Terms to assign their leases to NewCo. Some 13 sites have been vacated by the Purchaser and as a consequence we have attempted to formalise surrenders with the Landlords at each of these Properties, with formal surrenders having been agreed at 10 of these Properties.
- An extension to the LTO for an additional three months has been agreed (now expiring 30 June 2022) in order to facilitate the assignment of the remaining leases to NewCo.
- In our previous report, we estimated that legal fees of £100k were expected to be incurred prior to closure of the Administrations. Shortly following the start of the Period, we increased our estimate to £130k to account for additional applications for consent to assign, which were necessary to secure several assignments to NewCo. During the Period, c.£84k of legal fees were incurred, with c.£24k being paid during the Period; the remaining c.£60k was paid shortly following the end of the Period. We consider that the £130k estimate remains accurate given the number of properties that remain to be assigned.
- The increase in legal fees is not expected to impact the amount to be paid to CRL's Unsecured Creditors under the Prescribed Part due to the magnitude of floating charge realisations and will only impact the Secured Lenders, who are aware of the additional costs.

Additional Work

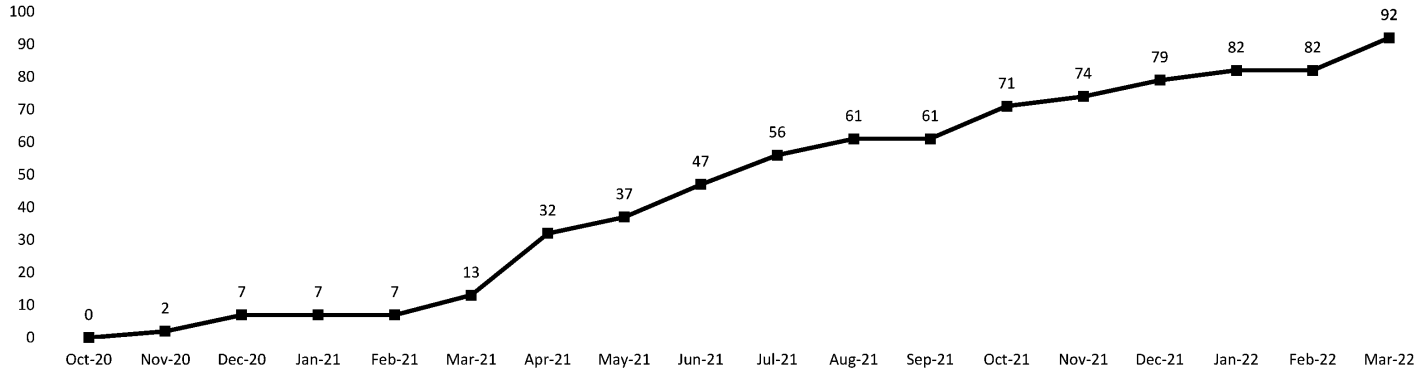
A significant amount of time continues to be spent in dealing with landlords and the Purchasers' staff in relation to the LTO, which has included the following during the Period:

- Monthly invoices raised to the Purchasers for the anticipated property expenses to be incurred in the following month (we expect property workstreams to complete during April 2022, and do not anticipate continuing to invoice the Purchaser beyond that time);
- Monthly/bimonthly payment runs on invoices received from landlords at unassigned sites (given the advanced stages of most assignment negotiations, we do not anticipate continuing to pay landlords from May 2022, given all assignments are anticipated to complete within this timeframe);
- Reviewing proposed assignments between the Purchasers alongside our legal advisors to ensure that any risk for CRL is mitigated;
- Providing credit notes where CRL's liability has been extinguished, assignments have been agreed and a balance is due back to the Purchasers;
- Dealing with the three-month extension of the LTO to June 2022 and liaising with our legal advisors in relation to this;
- Discussing with the Purchasers the current position regarding LTO funds held by us and the impact on likely funds available to them at the conclusion of the Administrations; and
- Where the Purchasers have taken the decision that they are no longer seeking an assignment of a particular leasehold, we have been required to confirm to the landlord that they (and CRL) have no remaining interest in the property and are therefore looking to agree a formal surrender of the lease. .

Site Completions

As at 27 March 2022, 79 of the initial portfolio of 101 leases had been assigned, with a further 13 having been vacated or surrendered. All assignments are expected to have completed by April 2022.

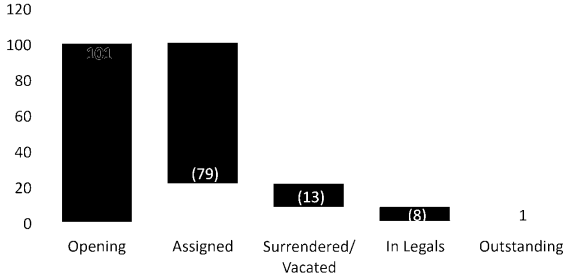
Cumulative Number of Properties either Assigned or Surrendered/Vacated



Leasehold Properties

- All assignments and vacations are expected to have been completed by the end of April 2022. The LTO has been extended from the end of March 2022 to June 2022 to facilitate these final assignments. No further extension of the LTO is anticipated.
- Of the properties remaining, all sites, with the exception of one, are now in legal negotiations.
- A number of the properties have been vacated, however, formal surrenders have not yet been agreed at all of these properties. In the coming period, we will write to the relevant landlords setting out that if they do not finalise a surrender ahead of the conclusion of the Administration, the Administration will be concluded and a formal surrender will no longer be possible.

LTO Completions Position



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Realising the Assets

Our work in relation to assets unrelated to the LTO has been ongoing and is summarised below. This work primarily includes the recovery of historic business rates arrears and dealing with pre-Administration bank accounts.

Business Rates

- As previously set out, Gerald Eve LLP has been instructed to recover historic business rates overpayments.
- During the Period, rates recoveries totalling c.£68k were made, bringing recoveries to date to a total of c.£118k (net of fees charged by Gerald Eve). We understand that a further refunds of c.£31k are expected to be received imminently.
- As at March 2022, Gerald Eve estimated total realisations of up to c.£250k. The timing and likelihood of future realisations remains unclear, and in due course we will be required to evaluate the benefits of keeping the Administrations open, given the associated costs of doing so.

Pre-Administration Bank Accounts

- Since appointment, we have recovered a total of £292k from sweeps of the pre-Administration bank accounts with £58k being swept during this Period.
- This £96k consisted some of the business rates recoveries outlined above which were paid into the pre-Administration bank accounts. In addition, monies due to the Purchaser were paid in error into these accounts and will shortly be returned to NewCo.
- During the Period, we liaised with HSBC to close these accounts. Shortly after the Period end, we received confirmation that the accounts had been closed, as such no further work is required in relation to these.

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Dealing with Stakeholders and Creditors

Our work includes adjudicating on claims in relation to amounts owed to certain classes of creditors where a dividend may be available. We also respond to queries received from creditors and other key stakeholders.

Preferential Creditors

- In our previous reports, we set out that there were only two Group entities where employees were made redundant and preferential claims arose as a result. For the avoidance of doubt, the date of the Administrations pre-date 1 December 2020, after which HMRC became a second ranking preferential creditor.
- The distributions to Preferential Creditors at JRR and LRL were made in June 2021, at a rate of 100p/£. Amounts paid to HMRC in relation to tax due from the employees on this preferential distribution were paid during the Period.
- ERA Solutions provided assistance to the employees who were made redundant and assisted us in relation to the calculation of the tax due on the preferential distribution. We do not consider that ERA Solutions will carry out further work in relation to the Administrations.
- There are a number of unpresented cheques in relation to preferential claims. Should these not be cashed prior to the end of the Administrations, we will cancel the cheques and transfer the amounts to the Insolvency Service (Unclaimed Dividends Account), from which creditors will be able to claim these balances.

Secured Creditors

- We continue to work closely with the Secured Creditors, particularly with respect to the LTO and the fixed charge property workstream.
- Additionally, we have recently provided the Secured Creditor with an update as to potential future recoveries under their security entitlements.
- As reported earlier, significant time continues to be spent calculating the LTO on a monthly basis in relation to property/rental costs, the associated calculation of credit notes where we hold excess funds and liaising with landlords to facilitate assignment negotiations.
- Additionally, we continue to liaise with GLAS (acting as agents for the Secured Creditors) in relation to ongoing Secured Lender distributions.

Unsecured Creditors

- Time continues to be spent in relation to regular queries from Unsecured Creditors. Throughout the Period, we have assisted Unsecured Creditors by providing information where possible and redirecting queries to NewCo where appropriate.
- We continue to liaise with utility suppliers to ensure smooth changes of tenancy at assigned, vacated and surrendered sites.
- See later in this report for details on the anticipated Prescribed Part dividends to Group entities.

Prescribed Part distributions will be made at a number of the entities ahead of the conclusion of the Administration

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Managing the Companies' Affairs

Until such time as the Companies are dissolved, they must continue to fulfil many of their usual obligations. Whilst appointed to manage the affairs of the Companies, we are responsible for ensuring these obligations are met.

VAT

- Two VAT returns have been submitted during the Period; for the quarters ending 31 October 2021 and 31 January 2022. For both periods there were refunds due back to the Group totaling £74,120.61 and £68,574.64 respectively.
- A further VAT return will be due for the period ending 30 April 2022.

Corporation Tax

- During the Period, the corporation tax return for the period ending 27 September 2020 was submitted for each of the Companies.
- Preparation and submission of the returns has required the collation of information for the Companies (with assistance from the Purchaser as custodian of certain records) and working alongside our specialist tax team.
- Corporation tax returns for the period ending 27 September 2021 are currently being prepared and will be submitted shortly.
- We continue to provide information as required to PwC to allow them to complete Section 198 elections for the benefit of the Purchaser.

PAYE

- Given the transfer or redundancy of all employees immediately on appointment, no PAYE filings have been required for the post-appointment period.
- Where preferential distributions have been made to the former employees of JRR and LRL, National Insurance and PAYE payable on these distributions was paid to HMRC during the Period.

Treasury and Accounting

- An account of our receipts and payments for the Period covered by this report is provided at Appendix B.
- Receipts in the Period consist largely of the LTO funds received from the Purchasers in order to meet ongoing property liabilities.
- Payments in the Period predominantly consist of:
  - payments made to landlords for the Period of occupation under the LTO;
  - legal fees for work undertaken in completing assignments with the landlords and the Purchasers, as well as general advice regarding the Administrations; and
  - business rates recovery agents' fees in relation to historic business rates recoveries.

Fulfilling our Statutory Duties

As a consequence of the Companies' insolvency, we have a number of ongoing responsibilities that include updating creditors on our progress and arranging for the period of the Administrations to be extended.

Joint Administrators' remuneration

- Our fees and disbursements, as set out in our Proposals and previous report, are to be drawn on a fixed fee basis in the Administrations of JRR, LRL and CRL estates. We do not expect to take a fee in respect of the other entities over which we have been appointed.
- As previously reported, where entities have no (or insufficient) assets to pay expenses of those Administrations, such costs have been paid by CRL on their behalf. Costs include insurance bonds and statutory advertising. This approach has been agreed with the Group's Secured Creditors who are the only party impacted by the payment of these small amounts.
- Relevant approvals to draw our remuneration have been received from the Secured Creditors of CRL, JRR and LRL; and from the Preferential Creditors of JRR and LRL. These approvals were dated as follows:
  - **CRL** – Secured Creditor approval to draw a set fee of £1.43m (per our Proposals) was received on 2 February 2021. An increase of £150k was also approved by the Secured Creditors on 16 September 2021. At the same time, it was also agreed that we may draw 100% of the VAT exclusive amount invoiced by CRL to the Purchasers in relation to work undertaken by us for the sole benefit of the Purchaser (and as a consequence of the extension of the LTO period beyond the 12 months initially granted).
  - **JRR** - Secured Creditor approval to draw a set fee of £100k (per our Proposals) was received on 2 February 2021. The Preferential Creditors approved the same basis and quantum through a decision by correspondence ending on 24 September 2021.
  - **LRL** - Secured Creditor approval to draw a set fee of £50k (per our Proposals) was received on 2 February 2021. The Preferential Creditors approved the same basis and quantum through a decision by correspondence ending on 24 September 2021.
- Our fees drawn to date total £1.38m plus VAT in CRL. No fees have yet been drawn in respect of either JRR or LRL, though we anticipate drawing these fees in April 2022.

Statutory Investigations

- As previously explained, we submitted information in regard to the conduct of the Companies' directors to BEIS. The content of our investigatory findings is confidential; however, it was concluded that there were no recovery actions relating to the directors' conduct that should be pursued.
- No further information has come to light during the Period that has required further investigation regarding the directors' conduct or any potential asset recovery actions.

Extensions to the period of the Administrations

- As set out in our previous report to creditors, we considered that it was necessary to extend the period of the Administrations for each of the entities to allow for all outstanding matters to be resolved in an orderly manner; including the transfer (or otherwise) of the remaining leasehold properties and distribution of funds to Unsecured Creditors where appropriate. These extensions were approved by the Secured Creditor (with the exception of CKL, which was not subject to the security) in writing and all other classes of relevant creditors via decisions by correspondence.
- Having sought and obtained the relevant approvals, notices of the extensions were delivered to creditors via our website and filed with Companies House.

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Fulfilling our Statutory Duties

Other statutory duties include seeking approval from creditors for our discharge from liability for actions undertaken in our capacity as joint administrators.

Exit route from Administration

- Once Prescribed Part distributions have been made from CRL, TBL, CRGHL and GML, substantially all of the required work will have been completed in the Administrations and we close the cases by moving the Companies to dissolution.
- However, in the case of CKL, we will issue a final report and move the case to CVL before a distribution to unsecured creditors is able to be paid.
- When concluding the Administrations and in order to reduce costs and maximise returns to creditors, we intend to issue one final report for all entities with the exception of CKL. In entities where there is no further work to be completed except the final reports, we will ensure no additional costs are incurred.
- On current information, we expect to conclude all Group entities' Administrations in August 2022 and no further extensions to the period of the Administrations are currently believed to be necessary.

Discharge from liability

- In accordance with the Insolvency Act 1986, approval for the timing of our discharge from liability was sought from the relevant classes of creditors of each of the Companies.
- In this case, approval was sought from the Secured Creditors at CRL, TBL, CRGHL, CGBL, JRR, LRL and GML. Preferential creditor approval was additionally sought at JRR and LRL as preferential dividends had been made.
- We have received the following approvals:
  - Secured Creditor approval on 2 February 2021; and
  - Preferential creditor approval on 24 September 2021.
- Having received the aforementioned approvals in respect of our discharge from liability, the only outstanding approval we require is the unsecured creditor approval at CKL.
- A resolution seeking discharge from liability was sought by decision by correspondence dated 24 September 2021 from CKL's creditors.
- However, no creditor responded in relation to the resolution seeking our discharge from liability so we will therefore seek to re-engage with creditors in relation to their discharge in the coming period.

Discharge from liability

- Pursuant to Paragraph 98 of Schedule B1 to the Act, our discharge from liability in respect of our actions as Joint Administrators of each of the Companies takes effect at the specific time appointed by either the court, the creditors (either via the creditors' committee or by decision of the creditors) or, in specific circumstances, by the secured and (if appropriate) Preferential Creditors.

Estimated Outcomes for Creditors

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Secured and Preferential Creditors

In addition to Preferential Creditors being paid in full, we expect to make a further distribution to the Secured Creditor.

Secured Creditors

- Prior to the Administrations, the Secured Lenders had made available to TBL (as borrower) loan facilities in the aggregate amount of £173 million, with TBL, CRGHL, CGBL, CRL, JRR, LRL and GML granting fixed and floating security over their assets to the security agent acting on behalf of the Secured Lenders.
- At the date of appointment, £150m of the facilities remained outstanding, with the Secured Lenders acquiring the Group via a credit bid in the amount of £56.5m. Accordingly, the Secured Lenders' claim was reduced to £93.5m. This claim was further reduced in the previous period by way of a £837k distribution from the Administrations.
- As at March 2022, the Secured Lenders' claim into the Administration estates totals £92.7m.
- We expect that a further distribution to the Secured Creditor will be made during the coming period.
- Following our work during the Period to prepare for Prescribed Part distributions at LRL and JRR, we estimate returns for the Secured Creditors at these entities to be £90k and £14k respectively. As the Prescribed Part distribution was paid shortly after the Period end and no further costs are expected, we do not expect these estimates to change.
- Due to the circularity and quantum of unsecured intercompany claims within the Group, Group entities will be the main beneficiaries of Prescribed Part distributions at other Group entities. These receipts will be floating charge realisations in the recipient's estate, to which a Prescribed Part calculation will be applied (see overleaf for more detail) for their own distributions. Accordingly, the Secured Creditor will be the main beneficiary of these realisations, with the ring-fenced Prescribed Part funds flowing to Unsecured Creditors.

Preferential Creditors

- Preferential Creditors are certain categories of Unsecured Creditors that have preferential status under insolvency legislation.
- They are typically employee-related debts in relation to arrears of wages and unpaid holiday pay, subject to statutory limits. The RPS becomes a preferential creditor in place of the employees once it has paid their statutory entitlements.
- For the avoidance of doubt, the date of the Administrations pre-date 1 December 2020, after which HMRC became a preferential creditor.

Preferential Creditors

- The known Preferential Creditors are former employees of JRR and LRL in respect of holiday pay and arrears of wages.
- Dividends to Preferential Creditors are paid from floating charge realisations, after the costs of the Administration.
- Preferential Creditors in the estate of JRR and LRL were paid in full in June 2021 as set out previously.
- The total amount distributed was c.£32k (JRR: c.£18k, LRL: c.£14k), with tax and National Insurance totalling c.£8k paid to HMRC this Period.
- There are not expected to be any Preferential Creditors in the other Administrations. The only other employing entity was CRL and all its employees transferred to the Purchasers under TUPE.

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Unsecured Creditors and the Prescribed Part

Dividends for Unsecured Creditors are expected in six of the eight Administrations, including the maximum Prescribed Part fund of £600k in CRL.

Unsecured Creditors

- We consider that there will be insufficient funds to repay the Secured Lenders in full in the Administrations and therefore distributions to Unsecured Creditors will only arise by virtue of the Prescribed Part, under Section 176A(2)(a) of the Act.
- However, as set out throughout this report, CKL is not subject to the Group security and consequently, a distribution to that entity's creditors will be made following CKL being moved from Administration to a CVL.
- The maximum Prescribed Part, being £600k (before costs), is expected to be available for the Unsecured Creditors of CRL.
- The process for paying the Prescribed Part in CRL is contingent on all CRL property assignments and surrenders having completed (to allow adjudication of landlord claims). We anticipate that the dividend process in CRL will commence in mid-April 2022.
- In LRL and JRR, the Prescribed Part distribution process was largely completed during the Period, with a Declaration of Dividends being made shortly after the Period end. Notices of Intention, adjudication of claims, Gazette notifications and correspondence with claimants regarding their claims were all workstreams undertaken for LRL and JRR during the Period. Additionally, Notices of Intention at GML and CRGHL were prepared during the Period and issued shortly after the Period end.
- Due to intercompany receivables held by TBL, CRGHL and CGBL, we expect to declare distributions in these entities, despite their accounts currently holding no cash. Similarly, GML will pay a Prescribed Part distribution based on consideration allocated to this entity under the APA. We expect all distributions to be completed by August 2022.
- A summary of funds available to Unsecured Creditors by way of Prescribed Part distributions is set out opposite. Please note that the figure at TBL is an estimate and will depend on the quantum of creditor claims at CRGHL. There will be no distribution at CGB as the entity holds no assets nor will it receive any future cashflows.

The Prescribed Part

- Under Section 176A of the Act, where after 15 September 2003 a company has granted floating charge security, a proportion of the net property of the company (achieved from floating charge asset realisations) must be made available for the benefit of the company's Unsecured Creditors.
- The Prescribed Part applies where there are net floating charge realisations (i.e. after costs of realisation) and is calculated as follows:
  - 50% of net property up to £10k;
  - Plus 20% of the net property in excess of £10k; and
  - Subject to a maximum of £600k (prior to the deduction of the costs of distributing).

Entity	Prescribed Part
CRL	600,000.00
JRR	7,369.05
LRL	26,448.10
GML	37,000.00
TBL	3,825.01
CRGHL	7,944.39
CGB	n/a
CKL	n/a
Total	**682,586.54**

There will be no return to the Group's shareholders as there will be a material shortfall to the Group's creditors.

Key Matters Remaining

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Work We Still Need To Do

The remaining steps that need to be taken ahead of concluding the Administrations are shown below, in addition to certain periodic statutory duties we must fulfil whilst we remain appointed.

Area	Property	Other assets	Tax / VAT	Distributions	Winding-down
Work Required	■ Remaining properties held under LTO to be assigned or vacated by the Purchaser. ■ Formal surrenders to be agreed with landlords of vacated properties where applicable. ■ Where surplus LTO funds have been received these are to be credited to the Purchaser.	■ Continued collection of Business Rates refunds with existing advisors.	■ Continued completion of quarterly VAT returns to recover/pay VAT amounts due. ■ Corporation tax returns for period ending 27 September 2021 are being prepared. ■ S198 elections to be completed by PwC.	■ Declaration and payment of dividend was completed after the Period end in JRR and LRL. ■ Notices, adjudication, declaration, and payment of Prescribed Part distributions in CRGHL, GML, CRL and TBL. ■ A further distribution will be paid at CKL, though this will take place following a conversion of the CKL Administration to Liquidation.	■ Complete statutory requirements to conclude the Administrations. ■ Final distribution of surplus funds (following payment of any outstanding Administration expenses) to the Companies secured creditors. ■ Conversion of CKL Administration to CVL. ■ Closure of bank accounts. ■ Seek tax clearance to close the Administrations.
Timing	■ All properties are expected to have been assigned/ vacated in the next four weeks.	■ Ongoing until the closure of the Cote Restaurants Limited Administration (anticipated August 2022).	■ VAT returns completed quarterly (anticipated April return), after which the Group will be deregistered. ■ Final CT returns to be completed by May 2022.	■ CRL Prescribed Part distribution notice to be issued April 2022. ■ CRL Prescribed Part distribution to be declared and paid July 2022.	■ Closure workstreams to be completed in August 2022.

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Anticipated Timeline to Case Closure

Given the structure of intercompany claims within the Group, Prescribed Part distributions are being made on a staggered basis. We anticipate all that all remaining matters will be completed by August 2022.

	March	April	May	June	July	August
Group 1 **Jackson and Rye Restaurants Limited** **Limeyard Restaurants Limited**	■ Finalise Adjudication Process	■ Pay Final Prescribed Part Distribution	■ Final CT Returns			■ Issue Final Reports and Close Cases
Group 2 **Cote Restaurants Group Holdings Limited** **Greenfields Meat Limited**		■ Begin Final Distribution Process	■ Final CT Returns	■ Finalise Adjudication Process	■ Pay Final Prescribed Part Distribution	■ Issue Final Reports and Close Cases
Group 3 **Cote Restaurants Limited**		■ Assignments Completed ■ Begin Final Distribution Process	■ Final VAT and CT Returns	■ Finalise Adjudication Process	■ Pay Final Prescribed Part Distribution	■ Issue Final Reports and Close Case
Group 4 **Taste Bidco Limited**		■ Begin Final Distribution Process	■ Final CT Return	■ Finalise Adjudication Process	■ Pay Final Prescribed Part Distribution	■ Issue Final Reports and Close Case
Group 5 **Cote Group Bidco**			■ Final CT Return		■ Pay Final Prescribed Part Distribution	■ Issue Final Reports and Close Case
Group 6 **Cote Kitchens Limited**		■ Decision Procedure on Discharge from Liability	■ Final CT Return	■ Final Administration Report ■ Conversion to CVL	■ Pay Final Distribution to Unsecured Creditors	

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Our Next Report to Creditors

- We are required to provide a further progress report to all creditors within one month of the end of the period ending 28 September 2022, or when the Administrations come to an end, whichever is sooner.
- That report will be placed on our website, details of which were provided at the beginning of this report.
- All documents will be retained on the website and will remain live until two months after the conclusion of the proceedings.
- If you require hard copy documents, please contact the Cote Administrators at FTI Consulting LLP, 200 Aldersgate, Aldersgate Street, London EC1A 4HD and you will be provided, free of charge, a hard copy of documents posted to the website, either now or in the future.
- If you have any specific queries in relation to this report or the Administrations in general, please contact us using the details given above.

For and on behalf of the Companies

Matthew Boyd Callaghan
Joint Administrator

- The affairs, business and property of the Companies are being managed by the Joint Administrators, who act as agents of the Companies and without personal liability.
- The Joint Administrators are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales, under Section 390A(2)(a) of the Insolvency Act 1986.
- 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

Appendices

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Appendix A: Statutory Information

Information relating to all the Administrations.

Registered Office	c/o FTI Consulting LLP, 200 Aldersgate Street, London EC1A 4HD
Former Registered Office	61 Berners Street, 2nd Floor, London W1T 3NJ
Administrators' Names	Matthew Boyd Callaghan, Andrew James Johnson and Lisa Jane Rickelton
Administrators' Address	FTI Consulting LLP, 200 Aldersgate Street, London EC1A 4HD
Administrators' Regulator	ICAEW
Court Name / Address	High Court of Justice, Business and Property Courts of England and Wales, Insolvency and Companies List (ChD)
Functions of Administrators	Pursuant to Paragraph 100 Sch B1, the Administrators may exercise any of the powers conferred on them by the Act jointly or individually
Appointment Date	28 September 2020
Appointer / Applicant	The Directors of the Companies pursuant to Paragraph 22 Sch B1. Pursuant to Paragraph 26(1) Sch B1, the appointer had given written notice of their intention to appoint.
Objective being pursued	Purpose 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).
EC Regulation	The EC Regulation on Insolvency Proceedings applies. The proceedings are main proceedings since the centre of main interest is in the United Kingdom.
Security (except for CKL)	Fixed and floating charges over all of the Companies assets in favour of Glas Trust Corporation Limited, the security agent for the Secured Lenders
Current Administration End Date	27 September 2022

Directors, Officers and their Shareholdings

Director Name	Status	Shareholding
Alex Scrimgeour	Resigned 02/12/2020	Nil
Strahan Wilson	Current director	Nil
Kristina Zienko	Resigned 16/12/2020	Nil

Appendix A: Statutory Information

Information specific to each Administration.

Company Name	Previous Name(s)	Court Reference	Registered Number	Date of Incorporation	Trading Names
Taste Bidco Limited	N/A	CR-2020-003819	09654975	24 June 2015	N/A
Cote Restaurants Limited	Newincco 630 Limited	CR-2020-003820	05982915	31 October 2006	Cote Brasserie
Cote Restaurants Group Holdings Limited	Chablis Topco Limited	CR-2020-003821	08659502	21 August 2013	N/A
Cote Kitchens Limited	N/A	CR-2020-003828	12599618	13 May 2020	N/A
Greenfields Meat Limited	Chablis Restaurants Limited	CR-2020-003824	09486138	12 March 2015	N/A
Cote Group (Bidco) Limited	Chablis Bidco Limited	CR-2020-003822	08662633	23 August 2013	N/A
Jackson And Rye Restaurants Limited	Zentia (UK) Restaurants Limited	CR-2020-003825	08504197	25 April 2013	N/A
Limeyard Restaurants Limited	Grillshack Restaurants Limited, Newincco 1207 Limited	CR-2020-003823	08207403	10 September 2012	N/A

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Appendix B: Receipts and Payments Accounts

Taste Bidco Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		-	-	-	-
Intangibles	2	1	-	-	-	-
Intellectual Property	1		-	-	-	-
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1		-	-	-	-
Leasehold Land & Property	1		-	-	-	-
Plant & Machinery	1		-	-	-	-
Supply Contracts	1		-	-	-	-
Repayment under LTO	3		-	-	-	-
Transferred Records	1		-	-	-	-
Subtotal			**1**	**-**	**-**	**1**
Fixed Charge Payments						
Inter-account payment			-	-	-	-
Payments under LTO	3		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Fixed Charge Assets			**1**	**-**	**-**	**1**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	-	-	-
Bank Interest			-	-	-	-
Book Debts			-	-	-	-
Cash at Bank	1		-	-	-	-
Stock	1		-	-	-	-
Business Rates Refunds	4		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Floating Charge Payments						
Office Holders Fees			-	-	-	-
Bank Charges			-	-	-	-
Car Leases	5		-	-	-	-
Data Compliance Costs			-	-	-	-
Insurance			-	-	-	-
Employee Expenses	12		-	-	-	-
Legal Fees			-	-	-	-
Postage and stationery			-	-	-	-
Specific Bond			-	-	-	-
Statutory Advertising	6		-	-	-	-
Business Rates Recovery Services	4					
Irrecoverable VAT	5		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Floating Charge Assets			**-**	**-**	**-**	**-**
Net Realisations			**1**	**-**	**-**	**1**
Distributions						
Fixed Charge Distribution	7		(1)	-	-	(1)
Floating Charge Distribution	8		-	-	-	-
Preferential Distribution	9		-	-	-	-
Subtotal			**(1)**	**-**	**-**	**(1)**
Total Balance Held			**-**	**-**	**-**	**-**

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Appendix B: Receipts and Payments Accounts

Cote Restaurants Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		3,624,984	-	-	3,624,984
Intangibles	2	18,024,988	14,400,000	-	-	14,400,000
Intellectual Property	1		1	-	-	1
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1	1,800,000	1,800,000	-	-	1,800,000
Leasehold Land & Property	1	1,583,505	1,583,505	-	-	1,583,505
Plant & Machinery	1	16,200,000	16,200,000	-	-	16,200,000
Supply Contracts	1		1	-	-	1
Repayment under LTO	3		6,780,222	1,311,038	840,560	8,931,821
Transferred Records	1		1	-	-	1
Subtotal			**44,388,716**	**1,311,038**	**840,560**	**46,540,314**
Fixed Charge Payments						
Inter-account payment			-	(15,000)	-	(15,000)
Payments under LTO	3		(2,833,353)	(3,016,678)	(2,390,224)	(8,240,254)
Subtotal			**(2,833,353)**	**(3,031,678)**	**(2,390,224)**	**(8,255,254)**
Net Fixed Charge Assets			**41,555,363**	**(1,720,639)**	**(1,549,664)**	**38,285,060**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep- 2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	1,000,000	-	1,000,000
Bank Interest			315	251	294	860
Book Debts			196,167	-	-	196,167
Cash at Bank	1	27,773,165	17,767,617	-	58,720	17,826,338
Stock	1	1,530,000	1,530,000	-	-	1,530,000
Business Rates Refunds	4		30,187	90,235	68,450	188,872
Subtotal			**19,524,286**	**1,090,486**	**127,464**	**20,742,237**
Floating Charge Payments						
Office Holders Fees			-	(1,380,000)	-	(1,380,000)
Bank Charges			(195)	(195)	(180)	(570)
Car Leases	5		(4,387)	-	-	(4,387)
Data Compliance Costs			(40)	(40)	-	(80)
Insurance			(11,578)	(7,235)	(3,522)	(22,336)
Employee Expenses	12		-	-	-	-
Legal Fees			(168,966)	(227,726)	(19,910)	(416,601)
Postage and stationery			(3,825)	-	-	(3,825)
Specific Bond			(1,156)	-	-	(1,156)
Statutory Advertising	6		(1,036)	-	-	(1,036)
Business Rates Recovery Services	4		-	-	(26,374)	(26,374)
Irrecoverable VAT	5		(57)	-	(167)	(225)
Subtotal			**(191,240)**	**(1,615,196)**	**(50,153)**	**(1,856,589)**
Net Floating Charge Assets			**19,333,047**	**(524,710)**	**77,311**	**18,885,648**
Net Realisations			**60,888,409**	**(2,245,349)**	**(1,472,353)**	**57,170,707**
Distributions						
Fixed Charge Distribution	7		(37,608,493)	-	-	(37,608,493)
Floating Charge Distribution	8		(15,883,777)	(700,000)	-	(16,583,777)
Preferential Distribution	9		-	-	-	-
Subtotal			**(53,492,270)**	**(700,000)**	**-**	**(54,192,270)**
Total Balance Held			**7,396,139**	**(2,945,349)**	**(1,472,353)**	**2,978,437**

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Appendix B: Receipts and Payments Accounts

Cote Restaurants Group Holdings Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		50,000	-	-	50,000
Intangibles	2	50,003	-	-	-	-
Intellectual Property	1		1	-	-	1
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1		-	-	-	-
Leasehold Land & Property	1		-	-	-	-
Plant & Machinery	1		-	-	-	-
Supply Contracts	1		1	-	-	1
Repayment under LTO	3		-	-	-	-
Transferred Records	1		-	-	-	-
Subtotal			**50,003**	**-**	**-**	**50,003**
Fixed Charge Payments						
Inter-account payment			-	-	-	-
Payments under LTO	3		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Fixed Charge Assets			**50,003**	**-**	**-**	**50,003**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	-	-	-
Bank Interest			-	-	-	-
Book Debts			-	-	-	-
Cash at Bank	1		-	-	-	-
Stock	1		-	-	-	-
Business Rates Refunds	4		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Floating Charge Payments						
Office Holders Fees			-	-	-	-
Bank Charges			-	-	-	-
Car Leases	5		-	-	-	-
Data Compliance Costs			-	-	-	-
Insurance			-	-	-	-
Employee Expenses	12		-	-	-	-
Legal Fees			-	-	-	-
Postage and stationery			-	-	-	-
Specific Bond			-	-	-	-
Statutory Advertising	6		-	-	-	-
Business Rates Recovery Services	4		-	-	-	
Irrecoverable VAT	5		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Floating Charge Assets			**-**	**-**	**-**	**-**
Net Realisations			**50,003**	**-**	**-**	**50,003**
Distributions						
Fixed Charge Distribution	7		(50,003)	-	-	(50,003)
Floating Charge Distribution	8		-	-	-	-
Preferential Distribution	9		-	-	-	-
Subtotal			**(50,003)**	**-**	**-**	**(50,003)**
Total Balance Held			**-**	**-**	**-**	**-**

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Appendix B: Receipts and Payments Accounts

Greenfields Meat Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		1	-	-	1
Intangibles	2	800,005	800,000	-	-	800,000
Intellectual Property	1		1	-	-	1
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1	200,000	200,000	-	-	200,000
Leasehold Land & Property	1		-	-	-	-
Plant & Machinery	1	1,800,000	1,800,000	-	-	1,800,000
Supply Contracts	1		1	-	-	1
Repayment under LTO	3		-	-	-	-
Transferred Records	1		1	-	-	1
Subtotal			**2,800,005**	**-**	**-**	**2,800,005**
Fixed Charge Payments						
Inter-account payment			-	-	-	-
Payments under LTO	3		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Fixed Charge Assets			**2,800,005**	**-**	**-**	**2,800,005**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	-	-	-
Bank Interest			-	-	-	-
Book Debts			-	-	-	-
Cash at Bank	1		-	-	-	-
Stock	1	170,000	170,000	-	-	170,000
Business Rates Refunds	4		-	-	-	-
Subtotal			**170,000**	**-**	**-**	**170,000**
Floating Charge Payments						
Office Holders Fees			-	-	-	-
Bank Charges			-	-	-	-
Car Leases	5		-	-	-	-
Data Compliance Costs			-	-	-	-
Insurance			-	-	-	-
Employee Expenses	12		-	-	-	-
Legal Fees			-	-	-	-
Postage and stationery			-	-	-	-
Specific Bond			-	-	-	-
Statutory Advertising	6		-	-	-	-
Business Rates Recovery Services	4					
Irrecoverable VAT	5		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Floating Charge Assets			**170,000**	**-**	**-**	**170,000**
Net Realisations			**2,970,005**	**-**	**-**	**2,970,005**
Distributions						
Fixed Charge Distribution	7		(2,800,005)	-	-	(2,800,005)
Floating Charge Distribution	8		(133,000)	-	-	(133,000)
Preferential Distribution	9		-	-	-	-
Subtotal			**(2,933,005)**	**-**	**-**	**(2,933,005)**
Total Balance Held			**37,000**	**-**	**-**	**37,000**

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Appendix B: Receipts and Payments Accounts

Jackson and Rye Restaurants Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Mar 2022
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		-	-	-	-
Intangibles	2		-	-	-	-
Intellectual Property	1		-	-	-	-
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1		-	-	-	-
Leasehold Land & Property	1		-	-	-	-
Plant & Machinery	1		-	-	-	-
Supply Contracts	1		-	-	-	-
Repayment under LTO	3		-	-	-	-
Transferred Records	1		-	-	-	-
Subtotal			**1**	**-**	**-**	**1**
Fixed Charge Payments						
Inter-account payment			-	-	-	-
Payments under LTO	3		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Fixed Charge Assets			**1**	**-**	**-**	**1**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Mar 2022
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	-	-	-
Bank Interest			6	7	11	24
Book Debts			-	-	-	-
Cash at Bank	1	151,509	151,940	-	-	151,940
Stock	1		-	-	-	-
Business Rates Refunds	4		-	-	-	-
Subtotal			**151,946**	**7**	**11**	**151,964**
Floating Charge Payments						
Office Holders Fees			-	-	-	-
Bank Charges			-	-	-	-
Car Leases	5		-	-	-	-
Data Compliance Costs			(40)	-	(40)	(80)
Insurance			-	-	-	-
Employee Expenses	12		(1,470)	(480)	(720)	(2,670)
Legal Fees			-	(1,750)	(1,750)	(3,500)
Postage and stationery			-	-	-	-
Specific Bond			-	-	-	-
Statutory Advertising	6		-	-	(95)	(95)
Business Rates Recovery Services	4		-	-	-	-
Irrecoverable VAT	5		-	-	-	-
Subtotal			**(1,510)**	**(2,230)**	**(2,605)**	**(6,345)**
Net Floating Charge Assets			**150,436**	**(2,223)**	**(2,594)**	**145,619**
Net Realisations			**150,437**	**(2,223)**	**(2,594)**	**145,620**
Distributions						
Fixed Charge Distribution	7		(1)	-	-	(1)
Floating Charge Distribution	8		-	-	-	-
Preferential Distribution	9		-	(18,179)	(4,416)	(22,595)
Subtotal			**(1)**	**(18,179)**	**(4,416)**	**(22,596)**
Total Balance Held			**150,436**	**(20,402)**	**(7,011)**	**123,024**

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Appendix B: Receipts and Payments Accounts

Limeyard Restaurants Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		-	-	-	-
Intangibles	2		-	-	-	-
Intellectual Property	1		-	-	-	-
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1		-	-	-	-
Leasehold Land & Property	1		-	-	-	-
Plant & Machinery	1		-	-	-	-
Supply Contracts	1		-	-	-	-
Repayment under LTO	3		-	-	-	-
Transferred Records	1		-	-	-	-
Subtotal			**1**	**-**	**-**	**1**
Fixed Charge Payments						
Inter-account payment			-	-	-	-
Payments under LTO	3		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Fixed Charge Assets			**1**	**-**	**-**	**1**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	-	-	-
Bank Interest			8	-	14	22
Book Debts			-	-	-	-
Cash at Bank	1	192,881	192,881	9	-	192,891
Stock	1		-	-	-	-
Business Rates Refunds	4		-	-	-	-
Subtotal			**192,889**	**9**	**14**	**192,913**
Floating Charge Payments						
Office Holders Fees			-	-	-	-
Bank Charges			-	-	-	-
Car Leases	5		-	-	-	-
Data Compliance Costs			(40)	-	(40)	(80)
Insurance			-	-	-	-
Employee Expenses	12		(1,470)	(480)	(720)	(2,670)
Legal Fees			-	(1,500)	-	(1,500)
Postage and stationery			-	-	-	-
Specific Bond			-	-	-	-
Statutory Advertising	6		-	-	(95)	(95)
Business Rates Recovery Services	4		-	-	-	-
Irrecoverable VAT	5		-	-	-	-
Subtotal			**(1,510)**	**(1,980)**	**(855)**	**(4,345)**
Net Floating Charge Assets			**191,379**	**(1,971)**	**(841)**	**188,568**
Net Realisations			**191,380**	**(1,971)**	**(841)**	**188,569**
Distributions						
Fixed Charge Distribution	7		(1)	-	-	(1)
Floating Charge Distribution	8		-	-	-	-
Preferential Distribution	9		-	(16,065)	(3,963)	(20,028)
Subtotal			**(1)**	**(16,065)**	**(3,963)**	**(20,029)**
Total Balance Held			**191,379**	**(18,036)**	**(4,803)**	**168,540**

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Appendix B: Receipts and Payments Accounts

Cote Group (Bidco) Limited

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Fixed Charge Receipts						
Assigned Rights	1		1	-	-	1
Goodwill	1		-	-	-	-
Intangibles	2		-	-	-	-
Intellectual Property	1		-	-	-	-
Fixed Inter-account receipt	1		-	-	-	-
IT Systems	1		-	-	-	-
Leasehold Land & Property	1		-	-	-	-
Plant & Machinery	1		-	-	-	-
Supply Contracts	1		-	-	-	-
Repayment under LTO	3		-	-	-	-
Transferred Records	1		-	-	-	-
Subtotal			**1**	**-**	**-**	**1**
Fixed Charge Payments						
Inter-account payment			-	-	-	-
Payments under LTO	3		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Net Fixed Charge Assets			**1**	**-**	**-**	**1**

GBP	Notes	Statement of Affairs Estimated to Realise	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep-2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Floating Charge Receipts						
Floating Inter-account receipt			-	-	-	-
Insurance Refund	11		-	-	-	-
Bank Interest			-	-	-	-
Book Debts			-	-	-	-
Cash at Bank	1		-	-	-	-
Stock	1		-	-	-	-
Business Rates Refunds	4		-	-	-	-
Subtotal			**-**	**-**	**-**	**-**
Floating Charge Payments						
Office Holders Fees			-	-	-	-
Bank Charges			-	-	-	-
Car Leases	5		-	-	-	-
Data Compliance Costs			-	-	-	-
Insurance			-	-	-	-
Employee Expenses	12		-	-	-	-
Legal Fees			-	-	-	-
Postage and stationery			-	-	-	-
Specific Bond			-	-	-	-
Statutory Advertising	6		-	-	-	-
Business Rates Recovery Services	4		-	-	-	
Irrecoverable VAT	5		-	-	-	-
Subtotal			-	-	-	-
Net Floating Charge Assets			**-**	**-**	**-**	**-**
Net Realisations			**1**	**-**	**-**	**1**
Distributions						
Fixed Charge Distribution	7		(1)	-	-	(1)
Floating Charge Distribution	8		-	-	-	-
Preferential Distribution	9		-	-	-	-
Subtotal			**(1)**	**-**	**-**	**(1)**
Total Balance Held			**-**	**-**	**-**	**-**

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Appendix B: Receipts and Payments Accounts

Cote Kitchens Limited

GBP	Notes	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep- 2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Receipts					
Assigned Rights	1	-	-	-	-
Goodwill	1	-	-	-	-
Intangibles	2	-	-	-	-
Intellectual Property	1	-	-	-	-
Fixed Inter-account receipt	1	-	15,000	-	15,000
IT Systems	1	-	-	-	-
Leasehold Land & Property	1	16,495	-	-	16,495
Plant & Machinery	1	-	-	-	-
Supply Contracts	1	-	-	-	-
Repayment under LTO	3	75,661	14,634	-	90,294
Transferred Records	1	-	-	-	-
Floating Inter-account receipt		-	-	-	-
Insurance Refund	11	-	-	-	-
Bank Interest		2	3	3	8
Book Debts		-	-	-	-
Cash at Bank	1	-	-	-	-
Stock	1	-	-	-	-
Business Rates Refunds	4	-	-	-	-
Subtotal		**92,157**	**29,637**	**3**	**121,797**

GBP	Notes	28 Sep 2020 - 27 Mar 2021	28 Mar 2021- 27 Sep 2021	28 Sep- 2021 27 Mar 2022	Total: 28 Sep 2020 - 27 Sep 2021
Payments					
Inter-account payment		-	-	-	-
Payments under LTO	3	(27,652)	(63,462)	-	(91,114)
Office Holders Fees		-	-	-	-
Bank Charges		-	-	-	-
Car Leases	5	-	-	-	-
Data Compliance Costs		-	-	-	-
Insurance		(274)	(95)	-	(370)
Employee Expenses	12	0	0	0	0
Legal Fees		-	-	-	-
Postage and stationery		-	-	-	-
Specific Bond		-	-	-	-
Statutory Advertising	6	-	-	-	-
Business Rates Recovery Services	4	-	-	-	-
Irrecoverable VAT	5	-	-	-	-
Subtotal		**(27,926)**	**(63,557)**	**-**	**(91,483)**
Distributions					
Fixed Charge Distribution	7	-	-	-	-
Floating Charge Distribution	8	-	-	-	-
Preferential Distribution	9	-	-	-	-
Subtotal		**-**	**-**	**-**	**-**
Total Balance Held		**64,231**	**(33,920)**	**3**	**30,313**

Appendix B: Notes to the Receipts and Payments Accounts

1. Business and asset consideration for the pre-pack sale of substantially all the business and assets of the Group, as detailed in the proposals dated 7 October 2020.
2. Intangibles (per the Statement of Affairs) includes assigned rights, goodwill, intellectual property and transferred records.
3. As per the APA, NewCo fully indemnified the Administrations for costs relating to leases operating under the LTO. This includes rent, service charge, utilities, and licence fees.
4. Business rates refunds received as a result of work undertaken by Gerald Eve, as instructed by the Administrators. The amounts shown are net of fees charged which amount to 15% of total realisations (£26,374 to date).
5. Car leases paid on behalf of NewCo. 50% of VAT on these leases were non-recoverable.
6. Payment made from the estate of CRL on behalf of all entities in the Group with the exception of JRR and LRL.
7. Distribution to the chargeholder in CRL comprises value attributed to stock and cash as per APA.
8. Floating charge distributions to the chargeholder in JRR and LRL will be paid after meeting costs of the Administration.
9. Preferential creditor distributions were paid net of tax at JRR and LRL and the PAYE was paid to HMRC in this period.
10. Interest bearing accounts.
11. An insurance refund was granted for a COVID-19 business interruption claim.
12. Subcontracted agent fees
13. All values are exclusive of VAT, unless otherwise stated.
14. There is no chargeholder in CKL, therefore the presentation of the Receipts and Payments Account (page 34) shows assets and expenditure only.

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Appendix C: Joint Administrators' Remuneration and Expenses

This appendix provides additional information in respect of our fees and expenses and the work undertaken during the Administrations.

Proposed Basis of Remuneration

- In our Proposals we explained that we would be proposing that our remuneration be fixed as a set fee and that remuneration totalling £1.58m would be drawn from the estates of CRL, JRR and LRL only. The table opposite shows the allocation by entity.
- At the time of the Transaction and as part of assessing the level of Prescribed Part funds and associated fees, we provided an estimate of our costs for the likely work required in relation to the Administrations; and agreed in principle with the Secured Creditors that we would fix our fees at this level. A set fee basis was therefore considered to be most suitable for the circumstances and provided the Secured Creditors with a degree of certainty in their outcome from the Administrations.
- The set fee was based on the initial estimate of work required to progress and conclude the Administrations (within one year of appointment). However, given the number of property assignments that remained to be agreed in CRL, the Administrations have been extended beyond their first anniversary. As a consequence of the additional work, the set fee has been increased by £150k for CRL with the approval of the Secured Creditors.
- In addition, it was also agreed with the Secured Creditors that we may draw 100% of the VAT exclusive amount invoiced by CRL to the Purchasers in relation to work undertaken by us for the sole benefit of the Purchaser (and as a consequence of the extension of the LTO period beyond the 12 months initially granted).
- We continue to believe that our remuneration is a reasonable and fair reflection of the work performed and still required in the Administrations.
- Earlier in this report we explained the main areas of our work in the Administrations. In this appendix we provide more information on these key areas of work, with an indication as to whether this work is ongoing (O), completed (C) or intended future work (F). We have also indicated the rationale for undertaking the work, for example, whether it is required by statute or in compliance with the SIPs, or whether it had a potential direct financial benefit for creditors.

Fee by Entity

Entity	Initial set fee (£000)	Additional set fee (£000)	Total set fee (£000)
Limeyard Restaurants Limited	50	-	50
Jackson & Rye Restaurants Limited	100	-	100
Cote Restaturants Limited	1,430	150	1,580
Total	**1,580**	**150**	**1,730**

Approval of Fee Basis

- Approval was required in relation to both the basis and quantum of the set fee for CRL, JRL and LRL. Such approval was required from the Secured Creditors (and in the case of JRL and LRL, the Preferential Creditors also) prior to any remuneration being drawn. Approvals have been obtained as follows:
  - Secured Creditor approval was received on 2 February 2021 to the basis and the amount of the initial set fee in CRL, JRR and LRL. The increase in CRL of £150k was approved by the Secured Creditors on 16 September 2021.
  - At the same time as the increase, it was agreed that we may draw 100% of the VAT exclusive amount invoiced by CRL to the Purchasers in relation to work undertaken by us for the sole benefit of the Purchaser (and as a consequence of the extension of the LTO period beyond the 12 months initially granted).
  - In relation to JRR and LRL, the Preferential Creditors approved the same set fee basis and quantum through a decision by correspondence ending on 24 September 2021. As set out above, the Secured Creditors had previously approved this on 2 February 2021.

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Appendix C: Joint Administrators' Remuneration and Expenses

Further details of our work to date in the Administration and any financial benefit for creditors.

Category	Description	Rationale/ Benefit to Creditors
Administration & Planning	■ Case planning - devising appropriate strategies for all entities and dealing with the cases and giving instructions to relevant staff members to undertake specific workstreams as and when required (O). ■ Issuing the statutory notifications to creditors and others required on appointment as office holder, including gazetting the office holders' appointments (C). ■ Routine administrative tasks, such as setting up case files, dealing with routine correspondence (O). ■ Obtaining specific penalty bonds (this is insurance required by statute that every insolvency office holder has to obtain for the protection of each estate) (C). Review of this bond on a quarterly basis (O). ■ Reporting on the outcome of the approval of the Proposals to the creditors, Companies House and the Court. (C) ■ Cashiering – including opening, maintaining and managing the office holders' estate bank accounts, processing of receipts and payments and bank reconciliations (O). ■ Undertaking periodic reviews of the progress of the cases, including six- month progress reports to creditors (O). ■ Seeking consent for extensions to the period of the Administrations and filing the relevant notices with the Registrar of Companies (C).	■ Statutory / compliance requirement, and to ensure efficient project management
Investigations	■ Where required: recovering, listing and reviewing the books and records for the cases (C). ■ Submitting online returns on the conduct of the directors for each of the eight entities as required by the Company Directors Disqualification Act (C). ■ Conducting initial investigations with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank, accountants, solicitors, etc. (C). ■ Liaising with the Companies' directors in relation to the completion of the Statement of Affairs (C). ■ Reviewing books and records to identify any transactions or actions the office holder may take against a third party in order to recover funds for the benefit of creditors (C).	■ Statutory requirement and to assess whether any potential claims existed against third parties for the benefit of creditors
Realisation of Assets	■ Completing a sale process of substantially all the assets in the Group (C). ■ Monitoring of quantum and timing of Business Rates refunds (O). ■ Liaising with the Companies' bankers regarding pre-appointment accounts and arranging for periodic transfers of funds, including pre-appointment debtors, and closure of the accounts (C). ■ Liaise with insurers and provide supporting data in relation to Business Interruption claim (C).	■ Realisation of assets and value for creditors

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Appendix C: Joint Administrators' Remuneration and Expenses

Further details of our work in the Administration and any financial benefit for creditors.

Category	Description	Rationale/ Benefit to Creditors
Landlords & Property	■ Arranging suitable insurance over assets including the leasehold properties where LTOs have been granted (C). ■ Regularly monitoring the suitability and appropriateness of the insurance cover in place (O). ■ Administration of lease surrenders and correspondence with non-retained landlords (O). ■ Administration of LTO's for retained sites, including invoicing and payment of rent during the LTO period (O). ■ Handling the surrender of non-retained landlords and dealing with the claims these landlords have in the relevant Administrations (O). ■ Accounting for receipts and payments from both the Purchasers and landlords in relation to the license to occupy (O). ■ Reviewing and completing on assignments agreed between the landlords, Purchasers and the Companies (O). ■ Continued correspondence with the Purchasers in relation to the assignments and issues faced at various of the leasehold properties (O)	■ Required under the terms of the APA, and LTO which provided significant benefit to the Companies' creditors.
Creditors	■ Obtaining information from the case records about employee claims (C). ■ Completing documentation for submission to the Redundancy Payments Service (C). ■ Corresponding with employees regarding their claims (C). ■ Liaising with third party providers instructed on the case to assist in dealing with employee claims; obtaining reports and updates from them on the work done (C). ■ Dealing with creditor correspondence, emails and telephone conversations regarding their claims (O). ■ Maintaining up to date creditor information on the case management system (O). ■ Reviewing proofs of debt received from creditors, adjudicating on them and formally admitting them for the payment of a dividend (O). ■ Calculating and paying dividends to Preferential Creditors at JRR, LRL (C). ■ Calculating a Prescribed Part dividend in JRR, LRL and GML (C). ■ Issuing the notice of declaration of dividend to Preferential Creditors (C). ■ Issuing the notice of declaration of dividend to Unsecured Creditors (C). ■ Paying tax deducted from the dividends paid to employees (C).	■ Statutory requirements and required for orderly case management. Dividends represent the distribution of available assets to creditors in respect of their claims.

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Appendix C: Joint Administrators' Remuneration and Expenses

Further details of our work in the Administration and any financial benefit for creditors.

Category	Description	Rationale/ Benefit to Creditors
Tax	■ Preparing and filing VAT returns (O). ■ Preparing and filing Corporation Tax returns (O). ■ Seeking closure clearance from HMRC and other relevant parties (F).	■ Statutory requirements, but necessary to ensure tax is accounted for accurately and on time to ensure no financial detriment to creditors.
Reporting	■ Preparing, reviewing and issuing Proposals to the creditors and members (C). ■ Filing the Proposals at Companies House (C). ■ Reporting on the outcome of the approval of the Proposals to the creditors, Companies House and the Court (C). ■ Reporting to the Lenders on the progress of the Administration (O). ■ Preparing, reviewing and issuing six-monthly progress reports to creditors (O). ■ Filing progress reports at Companies House (O). ■ Preparing, reviewing and issuing final reports to creditors and members (F). ■ Filing final reports at Companies House (F).	■ Required by statute and to inform creditors on the progress of the Administrations
Technology	■ Where required, registering with the Information Commissioners Office to ensure GDPR compliance (C).	■ Compliance/legal requirement

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Appendix C: Joint Administrators' Remuneration and Expenses

We have not incurred any disbursements since our appointment. However, we have engaged several third parties to undertake work which (in some cases) we could have done ourselves.

Expenses

- The table below provides an analysis of expenses. Category 1 expenses are payments to independent third parties where there is specific expenditure directly referable to the case. The type of disbursements that may be charged as a Category 1 expenses to a case generally comprise of external supplies of incidental services specifically identifiable to the case such as postage, statutory case advertising, invoiced travel, external printing, room hire, and document storage.
- Also chargeable will be any properly reimbursed expenses incurred by personnel in connection with the case. Approval from creditors is not required for these expenses to be drawn.
- Category 2 expenses are costs that may include shared or allocated costs. We do require approval before drawing Category 2 expenses. The body of creditors who approve our fees also have responsibility for approving of Category 2 expenses.
- An estimate of our anticipated Category 1 expenses are set out in the table below. There have been no Category 2 expenses incurred to date, nor are any expected to be incurred.

Estimated Expenses by Category

Type of Cost	Category	Incurred to date (£000)	Estimated to be incurred (£000)	Total Incurred (£000)
Postage	Category 1	-	5	5
Stationary	Category 1	-	5	5
Total		**-**	**10**	**10**

- No Category 1 or Category 2 expenses have been paid as at 27 March 2022.

Professional Advisory and Subcontracted Work

- The table below provides details of professional advisors and subcontractors that we have engaged on this project. The use of subcontractors is in relation to work that we could have done, but that we have outsourced.

Professional Advisors and Subcontracted Work

Advisor/ Subcontractor	Service Provided	Basis of fee arrangement
ERA Solutions	Employee Claims	Fixed fee based on number of employees
Burges Salmon	Legal Advice	Time Costs
Gerald Eve	Business Rates Recovery	15% of cash realisations
AON UK Limited	Insurance services	Insurance premiums, plus IPT

- Our choice of ERA Solutions to assist with employee claims, Burges Salmon to provide legal support and Gerald Eve to assist with historic business rates recoveries was based on our perception of their experience and ability to perform this type of work and the complexity and nature of the assignment.
- We also considered that the basis on which they will charge their fees was reasonable in the circumstances of the case. Other than the legal advice and insurance services, the work could have been undertaken by our teams, but we have outsourced this work as we consider it to be more cost effective and the providers have relevant specialist experience.
- We have also utilised the services of other teams within FTI Consulting LLP to assist with the Administration process. The fees of our tax and strategic communications teams have been included within the set fees. By working closely with our internal teams, we believe a more coordinated and cost-effective approach to the Administration workstreams has been possible.

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Appendix C: Joint Administrators' Remuneration and Expenses

Our expenses estimate has increased compared to our previous report as a direct result of the additional work required in dealing with the property portfolio.

- As set out in the table below, the estimated expenses in relation to AON UK Limited and Burges Salmon have increased compared to our previous estimates for the following reasons:
  - **AON UK Limited** – The additional insurance premium payable is a consequence of the number of assignments having been completed to date being fewer than anticipated.
  - **Burges Salmon** - In our previous report, we estimated that legal fees of £100k were expected to be incurred prior to closure of the Administrations. Shortly following the start of the Period, we increased our estimate to £130k to account for additional applications for consent to assign, which were necessary to secure several assignments to the Purchaser. These fees and the associated increase in estimate relates solely to work which will be completed in relation to the LTO. Please note that previous estimates relate to periods where broader legal work was still being undertaken by Burges Salmon, and accordingly these estimates are inclusive of fees in relation to this work. We consider that the £130k estimate remains accurate given the number of properties that remain to be assigned, with £46k of anticipated future legal costs to be incurred prior to closure.

Estimate of Costs (Excl VAT)

		Costs Incurred to Date				Estimates		
Payee	Type of Cost	28 Sept 2020-27 March 2021 (£)	28 March 2021 - 27 Septmber 2021 (£)	28 Sept 2021 - 27 March 2022	Total Sept 2020- March 2022	Estimated Future (£)	Estimated Total (£)	Previous Estimated Total (£)
AON UK Limited	Bonding & Insurance	12,734	7,235	3,522	23,491	-	23,491	19,970
EPE Reynell	Gazetting	1,036	-	-	1,036	750	1,786	1,036
ERA Solutions	Employee Claims	2,940	960	-	3,900	-	3,900	3,900
Burges Salmon	Legal Support	168,966	230,976	83,889	483,831	46,000	529,942	499,942
Total		**185,676**	**239,171**	**87,411**	**512,258**	**46,750**	**559,119**	**524,848**

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Appendix D: An Introduction to Insolvency

If you are unfamiliar with an insolvency process, please read this page which describes the typical work and role of an insolvency practitioner. This is only a general overview and does not necessarily reflect our work in this case.

What is an insolvency process?

There are several types of insolvency process, but all are intended to achieve the same basic objective: to realise assets that the company owns and repay (to the extent possible) what it owes to creditors.

The type of process depends on the circumstances and the amount distributable to creditors (in accordance with statutory priorities) depends on the value of assets, the costs of the process and level of claims received.

What is an insolvency practitioner?

Commonly referred to as an 'IP', an insolvency practitioner is an experienced and qualified individual who is licensed and authorised to act in relation to an insolvent company, partnership or person.

IPs typically use the staff and resources of their own firm to complete the work, supported by third party professionals and other specialists as required.

IPs are routinely monitored by their professional body to ensure continued adherence to standards.

Realising the Assets

The IP evaluates possible options and pursues the best route for maximising value for creditors. Options could include an immediate sale of the business, a period of ongoing trading (prior to a sale) or a closure/wind-down of operations.

The costs of realising the assets can vary significantly, so an IP is looking to maximise the net value (after costs). Securing the ongoing employment of the workforce can materially reduce claims against the company.

Work done on realising the assets has a direct financial benefit for creditors.

Managing the Company's Affairs

Until such time as the company is dissolved, it must continue to fulfil many of its usual obligations, such as submitting VAT/tax returns and keeping adequate accounting records.

Whilst appointed to manage the affairs of the company, the IP is responsible for ensuring these obligations are met. Support from VAT/tax specialists in insolvency situations helps to ensure accuracy and minimise liabilities.

Other work might include complying with any licensing or regulatory requirements.

Dealing With Creditors

It can take several months, often longer, but if and when funds become available, the IP will distribute these to creditors once their claims have been received and agreed.

As secured creditors usually have priority rights over the assets, the amount left over for other non-preferential Unsecured Creditors can often be very small.

IPs keep creditors updated on their work, either through periodic reports or responding to their queries and correspondence.

Fulfilling our Statutory Duties

The impact of an insolvency can be wide ranging, so IPs are required to issue notices and periodic reports to notify those affected parties and keep them updated.

The company's affairs and conduct its directors must also be investigated to see whether any asset recovery (or other actions) need to be taken.

Whilst this work does not have any direct financial benefit for creditors, the purpose of insolvency law is to protect the interests of creditors.

Regular internal case reviews ensure the process progresses cost effectively and on a timely basis.

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Appendix E: Legal Notices

We have set out below some important notices regarding this report and the appointment of administrators.

Opting Out of Correspondence

Creditors have the right to elect to opt out of receiving further communication about the insolvency procedure.

Any creditor may elect to become an opted-out creditor at any time, by delivering a dated notice of the request, in writing to me. An opted-out creditor remains as such for the duration of the proceedings unless the opt out is revoked by a further notice in writing, dated and delivered to us.

A creditor becomes (or ceases to be) an opted-out creditor when the notice is delivered to us.

The opt out will not apply to the following:

- a notice which the Insolvency Act 1986 requires to be delivered to all creditors without expressly excluding opted-out creditors;
- a notice of a change in the officeholder or a notice of a change in our contact details, or
- a notice of a dividend or proposed dividend or a notice which the court orders to be sent to all creditors or all creditors of a particular category to which the creditor belongs.

Opting-out will not affect a creditor's entitlement to receive dividends should any be paid to creditors or a creditors' rights to vote in a decision procedure or to participate in a deemed consent procedure, although any creditor who opts-out will not receive notice of it.

Any creditor who opts out will be treated as having opted out in respect of consecutive insolvency proceedings of a different kind in respect of the same company.

Creditors Right to Request Information

Any secured creditor or unsecured creditor with the support of at least 5% in value of the Unsecured Creditors, or with the leave of the Court, may, in writing, request the Joint Administrators of the Company to provide additional information regarding remuneration or expenses to that already supplied within this document. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 IR16.

About this report

This report has been prepared by the Joint Administrators solely to comply with their statutory duty to report to creditors under the Insolvency (England and Wales) Rules 2016 on the progress of the Administration.

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 is not suitable to be used, to inform any investment decision in relation to the debt of or any financial interest in the Company [or any other company in the Group].

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

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.

Creditors' Right to Challenge Remuneration and/or Expenses

Any secured creditor, or unsecured creditor with the support of at least 10% in value of the Unsecured Creditors, or with the leave of the Court, may apply to the Court for one or more orders (in accordance with Rule 18.36 or 18.37 IR16), challenging the amount or the basis of the remuneration which the Joint Administrators are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such application must be made within eight weeks of receipt by the applicant(s) of the report detailing the remuneration and/or expenses in question, in accordance with Rule 18.34 IR16.

Data Protection

FTI Consulting LLP ("FTI") uses personal information in order to fulfil the legal obligations of its insolvency practitioners under the Insolvency Act and other relevant legislation, and also to fulfil the legitimate interests of keeping creditors and others informed about the insolvency proceedings. You can find more information on how FTI uses your personal information on our website at https://www.fticonsulting-emea.com/~/media/Files/emea--files/creditors-portal/cip-emea-forms-info/cip-data-privacy.pdf

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