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

AM10

Notice of administrator's progress report



SATURDAY



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13/02/2021 COMPANIES HOUSE

#39

1	Commons dotaile	
	Company details	
Company number	0 9 3 3 0 7 9 4	→ Filling in this form Please complete in typescript or in
Company name in f	ull RILEYS SPORTS BARS (2014) LTD	bold black capitals.
2	Administrator's name	
Full forename(s)	PHILIP JAMES	
Surname	WATKINS	,
3	Administrator's address	
Building name/num	ber 110	
Street	CANNON STREET	
Post town	LONDON	
County/Region		
Postcode	EC4N6EU	• •
Country		
4	Administrator's name •	
Full forename(s)	GEOFFREY PAUL	Other administrator Use this section to tell us about
Surname	ROWLEY	another administrator.
5	Administrator's address ®	
Building name/num	ber 110	Other administrator Use this section to tell us about
Street	CANNON STREET	another administrator.
Post town	LONDON	
County/Region		
Postcode	EC4N6EU	
		

AM10 Notice of administrator's progress report Period of progress report ^d4 From date ^y0 0 2 d₃ To date ^y O ^y2 **Progress report** ☐ I attach a copy of the progress report Sign and date Administrator's signature X ^m0 ^m2 ⁴0 ⁶9 ^y2 | ^y0 | ^y2 | ^y1 Signature date

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.

Chris Green
Company name FRP Advisory
Address 110 Cannon Street
Post town London
County/Region
Postcode E C 4 N 6 E U
Country
DX .
Telephone 0203 005 4000

✓ 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

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Rileys Sports Bars (2014) Limited (in Administration) . High Court of Justice No. 2947 of 2020

The Administrator's Progress Report for the period 14 July 2020 to 13 January 2021 pursuant to Rule 18.3 of the Insolvency (England and Wales) Rules 2016 9 February 2021

Contents and abbreviations



Section	Content
1.	Progress of the Administration
2.	Estimated Outcome for creditors
3.	Administrators' remuneration, disbursements, expenses and preappointment costs $% \left(1\right) =\left(1\right) \left(1\right) \left($
Appendix	Content
A.	$\dot{\text{S}}\text{tatutory}$ information regarding the Group and the appointment of the Administrators
В.	Form AM10, formal notice of the progress report
C.	A schedule of work
D.	Details of the Administrators' time costs and disbursements for the Period
E.	Receipts and payments account for the Period
F.	Statement of expenses incurred in the Period

Contents and abbreviations

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FRP Advisory

FRP Advisory Trading Limited Rileys Sports Bars (2014) Ltd

The Company / Rileys The Administrators /

Philip James Watkins and Geoffrey Paul Rowley of

Joint Administrators

FRP Advisory Trading Limited

The Period

The reporting period 14 July 2020 to 13 January

The Properties / Sites

Rileys' trading (unless specified otherwise) sites at:

- Aberdeen 9 Bridge Place, A11 6HZ
- Birmingham 21/22 Essex St, B5 4TR Chester – Centurion Point, Victoria St, CH2 2FD Chorlton – 302B Barlow Moor Rd, M21 8AY
- Coventry Hertford Place Sporting Centre, Butts Rd, CV1 3JZ
- Grays 142 Clarence Rd, RM17 6RD
- Greenock 11 Brougham St and 2 Robertson Av, PA16 8AB
- Harlow The High, Cross St, CM20 1LS Leicester Deacon St, Grange Lane, LE2 7EE Lincoln 40 Silver St, LN2 1EH
- Liverpool Grand Central, L3 5LX
- Milton Keynes (Head Office) Sovereign Ct, Milton Keynes, MK9 2HP Nassington (Storage) Warehouse Premises, Station Rd, PE8 6QB Norwich 77-87 Magdalen St, NR3 1AA

- Nottingham 17A St James St, NG1 6FH
- Solihull Hobs Moat Rd, B92 8JN
- South Benfleet 669 High St, SS7 5SF
- Swansea 30-34 Castle St, SA1 1HZ
- Victoria 16 Semley Place, SW1W 9Q1 Watford 65-73 The Parade, WD17 1L1 Wolverhampton 1st Floor, Amar House, 32-40 Broad St, WV1 1HP
- Worcester Unit 1A Shrubhill Ind Estate, WR4 9EL

Vacated Sites Sites vacated on appointment; Grays, Worcester,

Wolverhampton

Head Office Rileys operational head office based in Milton Keynes

CVL Creditors' Voluntary Liquidation SIP Statement of Insolvency Practice **QFCH** Qualifying Floating Charge Holder **HMRC** HM Revenue & Customs

WPC Weight Partners Corporate Ltd

VTC Valley Topco Ltd

Hay Hill Hay Hill Property Services Ltd

TITIIP TLT

Barclays Bank PLC Bank

Funding Agreement Funding Agreement dated 27 July 2020 **Proposals**

The Joint Administrators' Proposals published 27

August 2020

ROT Retention of Title claims

TUPE Transfer of Undertakings (Protection of Employment)

Regulations 2006

FCA **Financial Conduct Authority**

Business Interruption (insurance claim) Licenced Solutions A turnaround and asset management firm



Introduction

The Administrators attach at Appendix C a schedule of work undertaken during the Period together with a summary of work still to be completed.

This report should be read in conjunction with the Joint Administrators' Proposals report issued on 27 August 2020. The Joint Administrators' Proposals were deemed approved on 21 September 2020.

The objective of the administration

The Administrators' Proposals envisaged that objective (b) would be achieved; a better result for the Company's creditors as a whole than would be likely if the Company had been wound-up (without first being in administration). The Administrators' view on the objective to be achieved remains unchanged in light of progress since the Proposals were published.

Administration strategy and implementation

As identified in the Proposals, in light of the COVID-19 pandemic the Joint Administrators' initial strategy was to keep the business mothballed in order to allow the business and assets to be marketed for sale.

Our progress to date is summarised as follows:

- Entering into negotiations with landlords of all 22 sites, to agree a rent-free period, to allow time for a short marketing exercise to be completed. Rent free periods were agreed by 10 landlords.
- Three sites were vacated immediately by the Administrators upon their appointment, following a viability assessment. A further two were vacated at later dates.

Rileys Sports Bars (2014) Ltd – In Administration The Administrators' Progress Report

- Liaising with WPC and VTC with regards to completing a funding agreement between both parties and the Administrators. The funding agreement allowed the Joint Administrators' trading expenses to be met throughout the marketing and sales period.
- Engaging with the Company's key suppliers to prepare for the re-opening of sites, in line with government guidance.
- Continued communication and strategy updates to all furloughed employees. When required, select employees were brought off furlough in order to maintain the premises and ensure sites were operationally ready for
- Engaging Licenced Solutions and TLT to assist with the preservation of
- alcohol licenses.
 Instructing Wyles Hardy to complete asset valuations. A valuation was undertaken by Wyles Hardy to ascertain both in and ex situ valuations of the
- Notifying employees whom continued to be employed by the Company of the ongoing furlough arrangements on appointment. Retained staff were
- notified and appropriate furlough claims made and remitted.

 Offers received from potential buyers were assessed to determine which represented the best return of creditors. The sales of the business and asserts of each of the remaining sites was subsequently pursued and concluded. Further details on the sale of business and assets can be found below.

Pandemic and Government restrictions

The progression of the administration has been undertaken against the backdrop of the ongoing pandemic and a fluctuating level of restrictions enforced by the Government.

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Sale of business, asset realisations and estate enhancement

The Joint Administrators launched a marketing process of the Company's business and assets immediately upon appointment. As reported in the Proposal's, following the signing of non-disclosure agreements, parties were granted access to a dataroom which included further information including financial level performance data and other commercial data.

To support the Joint Administrators' understanding of the estate value, in addition to valuing the on-site assets, a portfolio leasehold valuation was undertaken by Sanderson Wetherall LLP to determine the value of the existing lease portfolio on a standalone basis. It was determined there was no value in the leases on the existing or a closed basis (Phil - SW gave a range of 10 criteria and each of the leases had nil value based on one or more of these)

Subsequent to successful negotiations, the following sales have now been achieved, being all leasehold sites formally operated by the Company:

Individual Site Sales

 Lincoln – a sale of such right, title and interest as the Administrators had in the business and the assets associated with this site completed on 21 August 2020 to Morgan Hospitality Ltd, for the sum of £9,000.

5 staff transferred to the purchaser on completion under TUPE regulations.

A license to occupy was granted to enable the purchaser to enter into negotiations with the landlord with a view to agreeing an assignment of the lease or the surrender and granting of a new lease. The lease was surrendered on 23 November 2020.

Rileys Sports Bars (2014) Ltd – In Administration The Administrators' Progress Report

 Birmingham - a sale of such right, title and interest as the Administrators had in the business and the assets associated with this site completed on the 29 September 2020 to Shooters Birmingham Ltd, for the sum of £23,000

6 staff transferred to the purchaser on completion under TUPE regulations.

A license to occupy was granted to enable the purchaser to enter into negotiations with the landlord with a view to agreeing an assignment of the lease or the surrender and granting of a new lease. An assignment has yet to be completed.

 Watford - a sale of such right, title and interest as the Administrators had in the business and the assets associated with this site completed on the 4 September 2020 to Twenty Twenty Shots Ltd for the sum of £130,000.

7 staff transferred to the purchaser on completion under TUPE regulations.

An assignment of the lease completed on the 4 September 2020.

Multi-site sales

The marketing process enabled the Administrators to identify and conclude the following multi-site sale to three connected parties, being WPC7 Limited, WPC8 Limited and WPC9 Limited. The parties' offer represented the best return to creditors. The sale included:

 A sale of such right, title and interest as the Administrators had in the business and the assets associated with Coventry, Swansea, Harlow, Nottingham, Liverpool, Leicester, Victoria, Aberdeen Nassington, Chorlton, Chester, South Benfleet, Solihull and Norwich.



- The transfer of 105 staff to the purchaser on completion under TUPE regulations.
- The granting of a license to occupy to enable the purchaser to enter into negotiations with the landlords with a view to agreeing an assignment of all leases. No assignments have been completed to date with the exception of the Coventry site.

The sales and purchase agreed was completed on 7 October 2020, for consideration of £6,102,001 through a credit bid, comprised of the following:

Goodwill and income

- £859,998
- £773,998.20 payable by WPC7 Ltd £85,999.80 payable by WPC8 Ltd

Business Name and Business Intellectual Property Rights

• £4,950,000 payable by WPC7 Ltd

Plant and Machinery

- £156,000
- £130,000 payable by WPC7 Ltd £26,000 payable by WPC8 Ltd

Seller's Records

£1 payable by WPC9 Ltd

Rileys Sports Bars (2014) Ltd – In Administration The Administrators' Progress Report

Stock

- £6,000 £5,000 payable by WPC7 Ltd £1,000 payable by WPC8 Ltd

Properties

- £130,001 ·
- £80,001 payable by WPC7 Ltd £50,000 payable by WPC8 Ltd

Elected Business Contracts

£1 payable by WPC7 Ltd

In addition to the business and asset sales, additional activities completed by the Joint Administrators are as follows:

Vacated site asset sales

Consideration of £12,000 before costs was received in relation to assets within the Greenock site. For all other sites vacated by the Joint Administrator, the cost of recovering the assets would outweigh the benefit to the estate.

Business interruption insurance claim

Upon their appointment the Joint Administrators were notified of an ongoing business-interruption insurance claim, the outcome of which is awaited and is being monitored. The ongoing FCA business interruption case to establish validity of

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differing claim types concluded on the 15 January and guidance on the full impact of that for the Company is awaited.

Rates Rebates and Insurance Claim

A total of £93,513 has been recovered to date from local councils in respect of rebates and an insurance claim.

£49,246 of rebate was received from Inverclyde Council in respect of the Greenock site and £25,000 received from Westminster County Council.

An insurance claim payment of £9,200 was received.

Bank Interest

A sum of £3.21 has been received to date for gross bank interest.

ROT claims

A number of ROT claims were received and considered. Where title was established, assets were recovered and any claim in the administration reduced accordingly.

Funding agreement with VTC and WPC

Funding to meet the expenses of the trading period on an ongoing basis and preserve the Company's assets during the sale process, was provided by VTC and guaranteed by WPC under a Funding Agreement.

Key suppliers Rileys Sports Bars (2014) Ltd – In Administration The Administrators' Progress Report In conjunction with the funding agreement, key suppliers were provided with undertakings for required works conducted in the period prior to the sale of the business and assets. Subsequent to the completion of the main sale on 7 October 2020 all undertakings were withdrawn.

Employees

Following their appointment, the Administrators undertook a review of the sites with management, vacating those unviable to trade with the relevant staff being made redundant. In respect of the remaining sites to be taken forward staff remained on furlough and claims were made in line with the Government Job Retention Scheme where appropriate.

As previously advised, employees forming part of the sales were transferred to purchasers under TUPE.

2. Estimated Outcome for the creditors



Outcome for the secured creditors

The Company granted fixed and floating charge security over its assets to Barclays under the terms of the debenture created on 24 June 2015 and to VTC created on 5 December 2014.

The Bank's principal indebtedness totalled c.£230k. VTC's indebtedness totalled c.£11.2m at the date of appointment.

Following the sale of assets on 7 October 2020 a distribution of £229,544 was made to the Bank under their fixed charge, the Bank has been repaid in full.

A distribution has been made to VTC under their fixed charge in the sum of £5,584,810 on 7 October 2020. It is not envisaged VTC will be repaid in full.

Outcome for the preferential creditors

It was estimated that preferential creditors will total £19k in respect of unpaid holiday pay of employees made redundant. It is anticipated that realisations will not enable a distribution to preferential creditors.

Prescribed part

The prescribed part is a carve out of funds available to the holder of a floating charge which is set aside for the unsecured creditors in accordance with section 176A of the Insolvency Act 1986. The prescribed part only applies where the floating charge was created after 15 September 2003 and the net property available to the floating charge holder exceeds £10,000.

The prescribed part is available for all unsecured creditors and where there are only sufficient funds to enable a dividend to be paid to unsecured creditors from the prescribed part, this will be paid by the Administrators.

Based on current realisations it is estimated that there will not be sufficient funds available to make a distribution to unsecured creditors by way of prescribed part.

Outcome for the unsecured creditors

Based on current realisations it is currently estimated that there will not be sufficient funds available to make a distribution to unsecured creditors.

Extension of the initial period of appointment

The Administrators do not anticipate an extension to the administration although this is a possibility.

Anticipated exit strategy

At present, it is anticipated that there will be insufficient funds to enable a distribution to unsecured creditors other than via the prescribed part. The exit route of the administration will therefore likely be dissolution at the end of the administration period.

3. Administrators' remuneration, disbursements, expenses and pre-appointment costs



Administrators' remuneration

Following the circulation of the Joint Administrators' proposals the secured creditors approved total remuneration of £190,000 on a fixed fee basis in respect of both pre and post appointment work undertaken.

Details of remuneration charged during the Period are set out in the statement of expenses attached. To date fees of £190,000 excluding VAT have been drawn from the funds available.

A schedule of the work undertaken during the administration is set out at ${\bf Appendix}$

Administrators' disbursements

The Administrators' disbursements are a recharge of actual costs incurred by the Administrators on behalf of the Company. Any Mileage payments made for expenses relating to the use of private vehicles for business travel, which is directly attributable to the insolvency estate, are paid by FRP Advisory at the HMRC approved mileage rate prevailing at the time the mileage was incurred. Details of disbursements incurred during the Period are set out in **Appendix D**

Administrators' expenses

An estimate of the Administrators' expenses was set out in the Administrators' proposals. The Administrators attach at **Appendix F** a statement of expenses that have been incurred during the Period.

When instructing third parties to provide specialist advice and services, or having the specialist services provided by the firm, the Administrators are obligated to ensure that such advice or work is warranted and that the advice or work contracted reflects

Rileys Sports Bars (2014) Ltd – In Administration The Administrators' Progress Report the best value and service for the work being undertaken. This is reviewed by the Administrators periodically throughout the duration of the assignment. The specialists chosen may regularly be used by the Administrators and usually have knowledge specific to the insolvency industry and, where relevant, to matters specific to this insolvency appointment.

Creditors have a right to request further information from the Administrators and further have a right to challenge the Administrators' remuneration and other expenses, which are first disclosed in this report, under the Insolvency (England and Wales) Rules. (For ease of reference these are the expenses incurred in the reporting period as set out in **Appendix F** only). Further details of these rights can be found in the Creditors' Guide to Fees which you can access using the following link https://creditors.frpadvisory.com/info.aspx and select the one for administrations. Alternatively, a hard copy of the relevant guide will be sent to you on request. Please note there is a time limit for requesting information being 21 days following the receipt of this report for a Court application that the remuneration or expenses are excessive.

The Administrators confirm that further realisations in the administration and dependant on the outcome of the ongoing business interruption insurance claim.

Attached at $\mbox{\bf Appendix}~\mbox{\bf E}$ is a receipts and payments account detailing transactions for the Period.

Appendix A

Statutory information regarding the Group and the appointment of the Administrators



COMPANY INFORMATION:

Other trading names:

N/A

Company number:

09330794

Registered office:

110 CANNON STREET, LONDON, EC4N 6EU

Previous registered

UNIT 8, FIRST FLOOR, 211B SOVEREIGN HOUSE, WITAN

GATE EAST, MILTON KEYNES, MK9 2HP

Business address/es:

- 9 BRIDGE PLACE, ABERDEEN, AB11 6HZ 21-22 ESSEX STREET, BIRMINGHAM, B5 4TR CENTURION POINT, CHESTER, CH2 2FD 302B BARLOW MOOR ROAD, CHORLTON-CUM-HARDY, M21 BAY
- BAY
 HERTFORD PLACE SPORTING CENTRE, BUTTS ROAD,
 COVENTRY, CV1 3J2
 142 CLARENCE ROAD, GRAYS, ESSEX, RM17 6RD
 11 BROUGHAM STREET AND 2 ROBERTSON AVENUE, PA16
- THE HIGH, CROSS STREET, HARLOW, CM20 1LS
- DEACON STREET, GRANGE LANE, LEICESTER, LE2 7EE 40 SILVER STREET, LINCOLN, LN2 1EH GRAND CENTRAL, LIVERPOOL, L3 5LX
- GRAND CENTRAL, LIVERPOOL, L3 SLX
 WAREHOUSE PREMISES, STATION ROAD, POB 6QB
 77-87 MAGDALEN STREET, NORWICH, NR3 1AA
 17A ST JAMES STREET, NORWICH, NR3 1AA
 17A ST JAMES STREET, NOTTIINGHAM, NG1 6FH
 HOBS MOAT ROAD, SOLIHULL, 892 8JN
 669 HIGH ROAD, SOUTH BENFLEET, SS7 5SF
 30-34 CASTLE STREET, SWANSEA, SALL 1HZ
 16 SEMLEY PLACE, VICTORIA, SW1W 9QJ
 65 73 THE PARADE, WATFORD, WD17 1LJ
 1st FLOOR, AMAR HOUSE, 32-40 BROAD STREET,
 WOLVERHAMPTON, WV1 1HP
 UNIT 1A SHRUBHILL IND ESTATE, WORCESTER, WR4 9EL.

ADMINISTRATION DETAILS:

Administrators:

Philip James Watkins & Geoffrey Paul Rowley

Address of Administrators:

FRP Advisory Trading Limited 2nd Floor, 110 Cannon Street, London, EC4N 6EU

Date of appointment

of Administrators:

14 July 2020

Court in which administration High Court of Justice

proceedings were brought:

Court reference number:

2947 of 2020

Appointor details:

Directors

Previous office holders, if any:

n/a

Extensions to the

n/a

initial period of appointment:

Date of approval of Administrators'

proposals:

21 September 2020

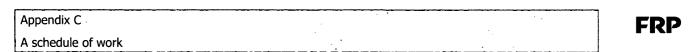
Appendix B

CH Form AM10 Formal Notice of the Progress Report



in accordance with Bule 19.5 of the Backwarz (England & Malan) Balan 2014.	AM10 Notice of administrator's progress report	Companies Hous
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		for further information, please rafer to our guidance at www.gov.ski/companieshouse
1	Company details	<u> </u>
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,	Administrator's name	
Full forename(s)	PHILIP JAMES	
Surname	WATKINS	 il
3	Administrator's address	
Suilding samehumi		
Street	CANHON STREET	{
		— <u>i</u> l
Pact town	LONDON	
CouncyRegion		
Pastcode	ECAN BEU	
Country		<u>1</u>
4	Administrator's name •	
Fulf Invename(s)	GEOFFREY PAUL) O'Other administrator
Screame	ROWLEY	the this section to tell or about another administrate
5	Administrator's address *	
Building namehumi	Der 110	(COther administrator
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	AM10 Notice of administrator's progress report	
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7	Progress report	
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Schedule of Work

The table below sets out a detailed summary of the work undertaken by the office holder to date and details of the work still to complete.

A proportion of the work undertaken by an Insolvency Practitioner is required by statute, including ensuring the appointment is valid, notifications of the appointment to third parties, regular reporting on the progress, notifying statutory bodies where required in relation to the conduct of the directors, complying with relevant legislation and regulatory matters.

This may not have a direct financial benefit to creditors but is substantially there to protect creditors and other stakeholders and ensuring they are kept informed of developments.

GENERAL ASSUMPTIONS IN COMPILING THIS SCHEDULE OF WORK

- The records received are complete and up to date
- There are no matters to investigate or pursue
- Work that may be undertaken by any subsequently appointed Liquidator has been excluded
- No financial irregularities are identified
- A sale of the Company's business and assets is complete A committee of creditors is not appointed There are no exceptional queries from stakeholders

- Full co-operation of the directors and other relevant parties continues to be received as required by legislation
- There are no health and safety or environmental issues to be dealt with
- The case will be closed within 1 year of appointment

Note	Category		
	ADMINISTRATION	I AI	ND PLANNING
1	Work undertaken during the reporting period		Future work to be undertaken
-	General Matters	<u> </u>	General matters
	Devising strategy from appointment.		Regular reviews of the case including strategy.
	Regularly reviewing the conduct of the case and the case strategy and updating as required by the insolvency practitioners' regulatory		Updating appropriate diary and monitoring systems.

Appendix C

A schedule of work



professional body to ensure all statutory matters are attended to and to ensure the case is progressing. Liaising with all third parties as required to meet objectives and obligations. Assisting employees with their claims and liaising with the Redundancy Payments office as required. Completing internal checklists and diaries and updating appropriate monitoring systems.	Updating as required as required by the insolvency practitioners' regulatory professional body. Attending to any future statutory matters and reporting. Liaising with all third parties as required to meet objectives and obligations. Assisting employees with their claims and liaising with the Redundancy Payments office as required.
Regulatory Requirements	Regulatory Requirements
Completion of money laundering risk assessment procedures and Know your client checks in accordance with the Money Laundering Regulations. Obtaining all relevant information in order to properly assess all options for the Company. Preparation of all immediate post appointment documentation as dictated by the Insolvency Act 1986 ("IA'86") and our own internal protocols.	
Identifying and locating all relevant Company records required for the ongoing administration processes.	
Completion of take on procedures which include consideration of professional and ethical matters and other legislation such as the Bribery Act, Data Protection Act	
Ascertaining the online presence of the insolvent and taking appropriate measures to control or close it as required.	

Appendix C A schedule of work

F	R	P
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Ethical Requirement	is	
issues was undertaken A further review has be	nistrator's appointment, a review of ethical and no ethical threats were identified. een carried out and no threats have been the management of the insolvency appointment I.	
Case Management R	Requirements	
Obtaining legal advice required documentatic addition, this included a the validity of any char Setting up and adminis of the administration. payments to produce a Processing and record management system. Compiling a forecast of undertaken throughou this to creditors togeth	by and document the same. It is on the validity of appointment to ensure all on has been properly filed and submitted. In a review of any security documentation to confirm ges. It is the estate bank accounts for the purposes Regularly reconciling accounts and receipt and accurate reports to creditors, when required. In all receipts and payments through the case of the work that has been or is anticipated will be the duration of the administration, circulating the rewith other such documentation as required to approving creditors to assess and vote on the fee	Continue to monitor and document any proposed changes in strategy and implementation thereof. Determine most appropriate exit strategy and take appropriate steps to achieve this. Compiling a forecast of the work that has been completed to date or is anticipated will be undertaken throughout the remaining duration of the case, circulating this to creditors together with other such documentation as required to enable the relevant approving creditors to assess and vote on the fee basis proposed. Ongoing review of the case as required by the regulatory professional bodies to ensure all statutory and other general matters are adhered to and the case is progressing. Ensuring accounts continue to be regularly reconciled to produce accurate and timely reports to all creditors when required. Processing and recording all receipts and payments throughout the appointment on the Insolvency Practitioners System and providing internal and external reports as required.

· Appendix C

A schedule of work

FRP

Submitting Administrators proposals and seeking approval.

Liaising with the respective entity's finance function to ensure a statement of affairs was produced and filed with the Registrar of Companies in a timely manner.

Correspondence with HMRC, accountants, bankers, insurers and solicitors and other advisers to request further information as required.

Advising Marsh of the appointment and requesting 30 day open cover be put in place. Ongoing monitoring of insurance position, amending to reflect asset realisation and landlord cover status.

Correspondence with the former advisors to the Companies requesting third party information to assist in general enquiries.

Notify HMRC of the administration, due to the intercompany VAT Group, and more specifically correspondence with the VAT and other departmental offices to ascertain the Company's current tax position.

Submitting a VAT return for period 14/07/2020 to 31/10/2020.

Arranging for our internal $\ensuremath{\mathsf{IT}}$ department to attend image the Group's servers.

Review insurances on a regular basis and to cancel / revise cover as appropriate.

Submit VAT returns in a timely manner and make payments / request refunds where necessary.

ASSET REALISATION AND VALUE PRESERVATION

2	Work undertake to date	Future work to be undertaken	
	Sale of Business and Assets	Continue to meet any outstanding valid pre or post sale expenses or	
	Marketing of the Company and business and assets of the company.	licence obligations.	
	Allowing access under non-disclosure agreement to a data suite containing information required to formulate offers.	Assist as required with leasehold assignment matters with lawyers and purchasers.	

Appendix C

A schedule of work



Review of offers to determine which represented the best value to all classes of creditors.

Subsequent negotiation and completion of sales.

Selling assets situated within vacated sites where possible for benefit of creditors.

ROT's

Receipt and review of ROT claims, assessing and enabling return of stock where identification was possible, thereby reducing claims in the administration.

Property Leases and licences

Seeking leasehold valuations.

Liaise with Hays Hill, solicitors and landlords in respect of the assignment of leases post sale.

Seeking rent free period from landlords.

Vacating such sites as were considered unviable. Informing landlords of position at appropriate intervals.

Meeting rent as an expense of the administration for period from appointment to sale.

Meeting rent for period post-sale under licence arrangements with purchasers.

Insurance claim

Ongoing review and monitor of BI claim of approximately £215k.

Continue to monitor and engage with relevant parties on BI claim to determine value for creditors and how best to achieve this.

Deal with any residual ROT or creditor issues as and when they arise.

Monitor and pursue BI claim progress for benefit of estate.

Continue to meet funding and licence payments.

Appendix C

A schedule of work



	Monitoring Appeal and Supreme Court outcomes and liaising with relevant parties to progress as required. Monitoring and agreeing lack of requirement to meet outstanding BI premiums.		
	STATUTORY COMPLIAN	ICE	AND REPORTING
3	Work undertaken to date		Future work to be undertaken
	Dealing with all appointment formalities including notification to relevant parties, filings with the Court, the Registrar of Companies and statutory advertising. Requesting a customer reference number from the National Insurance Fund in order to provide relevant documentation to employees, should redundancies be appropriate. Compiling a forecast of the work that has been or is anticipated to be undertaken throughout the duration of the case, circulating to all known creditors together with such other documentation as required to enable the relevant approving creditors to assess and vote on the basis proposed. Placing legal advertisements as prescribed under the Insolvency Act 1986 including formal meetings of creditors and notice to submit claims. Arranging for an insolvency bond to protect the assets available to creditors. Notifying creditors of their rights to set up a creditors' committee. Dealing with tax and VAT matters arising following appointment.		Provide statutory reports to various stakeholder at required intervals and manage any queries arising therefrom. Filing such reports and documents as required with the Registrar of Companies and other parties. Placing legal advertisements as prescribed under the Insolvency Act 1986 including formal meetings of creditors and notice to submit claims Maintaining a record and forecast of the work that has been or is anticipated to be undertaken throughout the duration of the case. Determining the method of and dealing with the exit from administration, whether it be by way of CVL or dissolution. Dealing with the bond following conclusion of the case. Concluding any pension contribution or scheme matters.

Appendix C A schedule of work

	Statutory reporting to all relevant parties and filing of those reports in accordance with the legislation. Notifying the Pension Protection Fund ("PPF") and the "pre-appointment pension scheme providers" with the formal notification of appointment.		
	TRAD	ING	3
4	Work undertaken to date		Future work to be undertaken
	On appointment	П	General trade matters
	Adhered to FRP Advisory's internal protocols to obtain approval to continue to trade. Funding from WCP Liaising with WPC and VTC with regards to completing a funding agreement. Completing funding agreement and seeking amendments funds as and when situation dictated. Receiving funding to pay employee wages, rent, reopening costs and meet all costs of the process including those of FRP Advisory. Key suppliers Engaging with key suppliers to allow trade to recommence when allowed. Issuing undertakings to critical suppliers, where appropriate.		Continue to engage with any residual ROT enquiries. Suppliers Conclude any residual utility, landlord and undertaking payments. Employees Continue to deal with employee matters including ongoing tribunal claims.
	Making payment to key suppliers in line with credit terms. The withdraw of undertakings following sales.		i.

FRP

Appendix C

A schedule of work

FRP

Employees

Dealing with redundancies and assisting employees with their claims to $\ensuremath{\mathsf{RPO}}.$

Notifying furloughed employees of who continue to be employed by the Company under the Job Retention Scheme, of the ongoing furlough arrangements on appointment.

ROT creditors

Liaising with creditors with ROT claims in view of maintain ongoing agreements if appropriate, in view of sites due to re-open.

General trade

Ensure health and safety matters were managed effectively during the trading period. Manage site operational matters in light of changing government lockdown measures.

Ensuring all environmental protection requirements were met.

INVESTIGATIONS

Conducting initial enquires into the conduct of the Company, its officers and associated parties. Inviting creditors to make the Joint Administrators aware of any misconduct they have identified. Requesting all directors of the Company, both current and those holding office within three years of the appointment, to complete a questionnaire to assist in preparing the statutory return to the Department of Business Future work to be undertaken Conduct investigations into any future issues identified or reported surrounding the insolvency of the Company and review all information received. Consider the reporting of any issues identified in relation to the conduct of the directors. To review and consider any information provided by creditors or other parties that might identify further assets or lines of enquiry against the officers of the Company and progressing the same.

Appendix C A schedule of work

	Innovation and Skill ("DBIS") in accordance with the Company Directors Disqualification Act 1986 ("CDDA").		
	Review of available accounting books and records for the Company and corresponding bank statements.		
	Submission of investigation outcomes to DBIS.		
	CREDI	ror	RS
6	Work undertaken to date		Future work to be undertaken
	Formally notifying creditors of the appointment and providing them a proof of debt form to formally lodge their claim in the respective administration.		Continued provision of reports and oral updates to the secured creditor and other classes of creditor as applicable.
	Reviewing proof of debts and logging them onto the IPS system.		Liaising with HMRC achieve periodic VAT refunds as required and close out HMRC position.
	Liaising and reporting to the secured creditor as appropriate.		Continue to log creditor claims on the IPS system.
	Providing updates to all employees across the Group.		Dealing with any future claims of ownership or reservation of title to assets in the possession of the insolvent estate.
	Liaising with HMRC to establish their claim and any set-off against outstanding pre-appointment VAT repayments.		Employees:
	Dealing with creditors or third parties claiming ownership or		Liaising with the Redundancy Payments Office as required.
	reservation of title to assets in the possession of the insolvent estate. Employees:		Responding to any queries with regards the TUPE transfer of employees to purchasers.
	Arranging payment to furloughed employees.		<u>Leasehold properties</u>
	Assisting employees with their claims and other queries arising in relation to their contracts.		Conclude assignments as and when negotiated between purchaser and landlords.
	Liaising with the Redundancy Payments Office.		

FRP

Appendix C

A schedule of work



	Arranging TUPE transfer of employees to purchaser. Liaising with Smart Pension to see to conclude pension contributions. Leasehold properties Establishing the position with regards all leasehold properties and liaising with landlords.		Pensions Liaising with Smart Pension and former management to conclude submission of outstanding pension contributions.
	LEGAL AND	Ш	IGATION
7	Work undertaken to date	Τ	Future work to be undertaken
	Instructing solicitors to review and confirm validity of appointment.	$^{+}$	Engaging solicitors to respond to landlord proceedings issued.
	Engaging with solicitors in order to progress a sale of the assets.		Engaging solicitors to assist with future leasehold assignments.
	Engaging with solicitors to respond to adhoc landlord, creditor and		

Appendix D

Details of the Administrators' time costs and disbursements for the Period

FRP

	Appointment akers / Partners	Managers / Directors	Other Professional	Junior Professional & Support	Total Hours	Total Cost	Average Hrly Bate £
Administration and Planning	15.00	6.90	62.55	4,30	88.75	30,747.00	346.4
Admin & Planning		3.30	12.40		15.70	4.778.50	304.3
Case Accounting	0.50	1.30	6.70	3.60	12.30	3,362,75	273.3
Case Control and Review	0.50	1.50	2.70	5.45	2.70	886.50	328.3
Case Accounting - General		0.70	1.45	0.50	2.65	794.75	299.9
General Administration			19.50		19.50	5.735.00	294.1
Insurance		0.10	14,30		14.40	4,287.00	297.7
Fee and WIP			2.00		2.00	590.00	295.0
Strategy and Planning	14,50	1.50	2.00		16.00	9.265.00	579.0
IT - Admin / planning and acquisition			3.50		3.50	1.047.50	299.2
Asset Realisation	14.20	44.60	16.45		75.25	30,740.25	408.5
Asset Realisation	14.20	0.50	3.65		18.35	9,757,25	531.7
Freehold/Leasehold Property		5.40			5.40	2,261.00	418.7
Sale of Business		38.70	8.05		46.75	17.283.25	369.7
Asset Realisation Floating			4.75		4.75	1.438.75	302.8
Creditors		16.70	192.90	55.54	265.14	76,176.05	287.3
Unsecured Creditors		1,40	66.10		67.50	20,251.00	300.0
Secured Creditors		2.30	18.45		20.75	7,028.75	338.7
Employees		9.70	56.35	55.54	121.59	31,589.30	259.8
ROT		0.60	12.60		13.20	4,021.50	304.6
Legal-Creditors		0.60	0.85		1.45	481.75	332.2
Landlord		0.60	38.55		39.15	12,166,25	310.7
Shareholders		1.50			1.50	637.50	425.0
∃Investigation		13.80	18.35		32.15	11,008.25	342.4
CDDA Enquiries		3.00	12.65		15.65	4,886.75	312.2
IT - Investigations		9.80	5.50		15.30	5,677.50	371.0
FTech - Data Cepture			0.20		0.20	59.00	295.0
FTech - Consulting		1.00			1.00	385.00	385.0
Statutory Compliance	3.00	23.50	59.40	0.70	86.60	28,039.50	323.7
Statutory Compliance - General			6.35		6.35	1,791.25	282.0
Statutory Reporting/ Meetings		7.00	0.40	0.70	8.10	2,967.50	366.3
Appointment Formalities	3.00	14.70	33.40		51.10	16,629.50	325.4
Statement of Affairs			4.55		4.55	1,387.25	304.8
Bonding/ Statutory Advertising			0.75		0.75	221.25	295.0
Tax/VAT - Post appointment		1.80	8.35		10.15	3,324.75	327.5
Pensions- Other			5.60		5.60	1,718.60	306.7
Trading	4.00	46.70	74.40	3.70	128.80	44,313.00	344.0
Trading forecasting/ Monitoring			3.85		3.85	1,210.75	314.4
Case Accounting - Trading			41.25		41.25	12,839.75	311,2
Trade-sales/ Purchase		12.00	7.35	3.70	23.05	7,677.75	333.0
Trading - General	4.00	34,70	21.35		60.05	22,403.25	373.0
Legal-trading			0.60		0.60	181.50	302.5
Total Hours	36.20	152.20	424.05	64.24	676.69	221,024.05	326.€

Appendix D

Details of the Administrators' time costs and disbursements for the Period



FRP Charge out rates	From	
Grade	1st May 2019	1st November 2020
Appointment taker / Partner	495-595	595-695
Managers / Directors	385-495	445-595
Other Professional	225-340	275-395
Junior Professional & Support	150-195	175-245

Disbursements for the period

14 July 2020 to 13 January 2021

	Vatue €
GCategory 1	
Postage	2,765.29
Storage	1,147.38
Banding	450.00
Mobile Telephone	13.72
Computer Consumables	39.25
Consultancy	910.00
Grand Total	5,326.64

Mileage is charged at the HMRC rate prevailing at the time the cost was incurred

Appendix E

Receipts and payments account for the Period

FRP

Rileys Sports Ba	rs (2014) Limited t/a Rileys Sports Bars (In Administration)
Sum 14 J	mary of Receipts & Payments uly 2020 to 13 January 2021
RECEIPTS	Total (£)
WCP Funding Job Retention Scheme Funds	255,056.00 292,976,79
Goodwill	294,976.79 859,993.00
Plant & Machinery	156,000.00
Business Name	4,950,000.00
Setters Records	1.00
Stock	6,000.00
Properties	130,001.00
Business Contracts	1.00
Furniture & Equipment	10,000.00
Client Acct Refund Cash at Bank	480.00 35.331.69
Licence Rent	15,101.89 153,78.11
Rates Rebata	59,313.17
Bank Interest Gross	321
Suspense Account	1,660.00
WPC Funding	18,700.00
	6,929,320.17
PAYMENTS	
Direct Wages	80,778.60
Furlough Wages	227,502.57
PAYE & NI	41,339.10
Rents	158,330.95
Employee expenses Telephone and Internet	2,797.13 9,933.64
Insurance	4,72L13
Professional Fees	39,510.00
Repairs & Maintenance	4,145.00
Waste Collection	2,762,00
Advertising	1,365.75
Postages	* 427.2t
Website Hosting	. 230.00
IT Accounting Services	4,110.00
Property Compliance Checks	2,000.00 9,530.00
HR Services	12,905,90
Premises Licence Holding	4,050.00
Post Sale Return	492.46
Administrators' Fees	190,000.00
Legal Fees	100,050.00
Legal Oisbursements	1,692.00
Bank Charges - Fixed	34.80
Bandays Bank	229,554,29 \$,584,810,00
Valley Topco Acents/Valuers Fees (1)	5,584,810.00 6,523.65
Statutory Advertising	77.98
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Appendix E

Receipts and payments account for the Period



Rileys Sports Bars (2014) Limited t/a Rileys Spo (In Administration)	orts Bars
Summary of Receipts & Payments 14 July 2020 to 13 January 2021	
Bank Charges - Floating Abortive recovery costs Val Racoversids - Feating Vat Racoversids - Feating	142-80 1,500-00 43,152-10 62,762-11
Balance In Hand	6,859,316.37 70,003.80 6,929,320.17
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Appendix F

Statement of expenses incurred in the Period

FRP

RILEYS SPORTS BARS (2014) LTD (IN A Statement of expenses for the p 13 January 2021	
Expenses	Period to 13 January 2021 £
Office Holders' remuneration (Time costs)	221,024
Office Holders' disbursements	5,327
Agents fees Sanderson Wetherall)	32,000
Legal fees (TLT)	103,436
Direct Wages	80,779
Furlough Wages	227,503
PAYE & NI	41,339
Rents	247,110
Employee Expenses	2,797
Telephone & Internet	9,934
Insurance	5,155
Repairs & Maintenance	4,145
Waste Collection	2,762
Advertising	1,366
Postages	427
Π & Website Hosting	4,340
Accounting Services	2,000
Property Compliance	9,530
HR Services	12,906
Premises Licence Holding	4,050
Legal Disbursements	1,692
Agents & Valuers (Wyles Hardy)	8,529
Statutory advertising	78
Abortive Recovery Costs	1,500
Professional Fees (Hayhill, BKL)	7,510
Licence Rent	56,325
Total ·	1,093,562

Appendix E

Receipts and payments account for the Period



Rileys Sports Bars (2014) Limited t/a Rileys Sports Bars (In Administration)				
Summary of Receipts & Payments 14 July 2020 to 13 January 2021				
RECEIPTS	*	Total (£)		
WCP Funding		255,056.00		
Job Retention Scheme Funds		292,975.79		
Goodwill		859,998.00		
Plant 8. Machinery Business Name		156,000.00		
Sefers Records		4,950,000.00 1.00		
Stark		6.030.00		
Properties		130,001.00		
Business Contracts		1.00		
Furniture & Equipment		10,000.00		
Clent Acct Refund		480.00		
Cash at Bank Licence Rent		35,331.69		
Licence Rent Rates Rehate		153,778,11 59,313,17		
Bank Interest Gross		59,313.17 3,21		
Suspense Account		1,683,60		
W/PC Funding		18,700.00		
		6,929,320.17		
PAYMENTS		_		
Direct Wages		80,778,60		
Furlough Wages		227,502.57		
PAYE & NI Rents		41,339.10		
Employee expenses		168,390.95 2,797,13		
Telephone and Internet		9.933.64		
Insurance		4,721,13		
Professional Fees		39,513.00		
Repairs 6. Haintenance		4,145.00		
Waste Collection		2,762.00		
Advertising		1.365.75		
Postages Website Hosting		427.21 230.00		
IT WEDSER HOKENG		4.110.00		
Accounting Services		2,000.00		
Property Compliance Checks		9,530.00		
HR Services	•	12,905.90		
Premises Licence Holding		4,050.00		
Post Sale Return Administrators Fees		492.46		
Administrators Pees Legal Fees	_	190,000.00 100,050.00		
Legal Disbursements	-	1,692,00		
Bank Charges - Fixed		34.80		
Bardays Bank		229,554.29		
Valley Topoo		5,584,810.00		
Agents/Valuers Fees (1)		8,526,65		
Statutory Advertising		77.98		
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Appendix E

Receipts and payments account for the Period

FRP

Rileys Sports Bar	rs (2014) Limited t/a Riley (In Administration)	s Sports Bars
Sumr 14 Ju	mary of Receipts & Paymen uly 2020 to 13 January 202	ts 21
Bank Charges - Floating Abortive recovery costs Vat Recoverable - Floating Vat Recoverable - Fored	•	142.60 1,500.00 43,182.10 62,762.11
Balance In Hand		6,859,316.37 70,003.80 6,929,320.17
•		
•		
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