

LIQ14

Notice of final account prior to dissolution in CVL



Companies House

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

1 Company details

Company number 09479528

Company name in full April Midco Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) David Robert Baxendale

Surname Underwood

3 Liquidator's address

Building name/number 7 More London Riverside

Street

Post town London

County/Region

Postcode SE12RT

Country England

4 Liquidator's name ①

Full forename(s) Zelf

Surname Hussain

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number

Street 7 More London Riverside

Post town London

County/Region

Postcode SE12RT

Country England

② Other liquidator

Use this section to tell us about
another liquidator.

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6 Liquidator's release

☐ Tick if one or more creditors objected to liquidator's release.

:

7 Final account

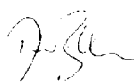
☒ I attach a copy of the final account.

8 Sign and date

Liquidator's signature

Signature

X



X

Signature date

^d 0

^d 8

^m 0

^m 2

^y 2

^y 0

^y 2

^y 1

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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	Adam Thompson
Company name	PricewaterhouseCoopers LLP
Address	Central Square
	29 Wellington Street
Post town	Leeds
County/Region	West Yorkshire
Postcode	L S 1 4 D L
Country	England
DX	
Telephone	0113 289 4983



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

Joint liquidators' final account

**April Midco Limited, April Number 1 Limited, April
Number 2 Limited & April Number 3 Limited (in
liquidation)**

7 December 2020

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

Companies	April Midco Limited, April Number 1 Limited, April Number 2 Limited and April Number 3 Limited
Liquidators	David Robert Baxendale and Zelf Hussain
Firm	PricewaterhouseCoopers LLP
IR16	Insolvency (England and Wales) Rules 2016
IA86	Insolvency Act 1986
Prescribed part	The amount set aside for unsecured creditors from floating charge funds in accordance with Section 176A IA86 and the Insolvency Act 1986 (Prescribed Part) Order 2003
Secured creditors	Creditors with security in respect of their debt, in accordance with Section 248 IA86
Preferential creditors	Generally, claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances
Unsecured creditors	Creditors who are neither secured nor preferential

This report has been prepared by David Robert Baxendale and Zelf Hussain as Joint Liquidators of the Companies, solely to comply with the Joint Liquidators' statutory duty to report to creditors under IR16 on the progress of the Liquidation, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

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

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

Any persons choosing to rely on this report for any purpose or in any context other than under IR16 do so at their own risk. To the fullest extent permitted by law, the Joint Liquidators do not assume any liability in respect of this report to any such person.

David Robert Baxendale and Zelf Hussain have been appointed as Joint Liquidators of the Companies. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The Joint Liquidators are bound by the Insolvency Code of Ethics which can be found at: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>

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

PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.

Why we've sent you this report

We're writing to tell you that the Companies' affairs are now fully wound up and to provide our final account of the liquidation.

How much creditors have received

The following table summarises the outcome for creditors.

Secured creditors	-	-
Preferential creditors	N/A	N/A
Unsecured creditors	-	-

What you need to do

This report is for your information and you don't need to do anything.

The enclosed Notice of Final Report gives details of creditors' rights in relation to requesting further information, challenging the Liquidators' remuneration and expenses and objecting to the Liquidators' release from liability.

More information in relation to creditors' rights can also be found in the guide below:

<https://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2017/liquidations-creditor-fee-guide-6-april-2017.ashx?la=en>

You can also get a copy free of charge by telephoning Adam Thompson on 0113 289 4983.

We summarise below the Companies' background and reasons for their insolvency:

The Companies were members of the Evans Cycles group. The main trading entity of the group was F.W Evans Cycles (UK) Limited (now FWE Realisations Limited), which traded as Evans Cycles ("Evans"). The principal activities of Evans was retailing bicycles and accessories. Evans traded from 62 stores in the UK and employed over 1,200 staff.

The Companies were ultimately controlled by April Topco Limited, which was acquired by ECI Venture Nominees Limited in May 2015. Its acquisition was based on a strategy and funding structure in the trading entity, Evans, which was supported by an underlying forecast profit. Unfortunately the underlying forecast was not achieved by Evans, primarily due to soft market conditions and a deterioration in trading performance (exacerbated by adverse weather). Consequently Evans was unable to fund its store roll out plan and improve its online platform. In addition, a legacy EU VAT liability in Evans created a further £2.5m cash requirement.

The directors of Evans sought to agree a debt restructure and additional funding but this was not possible. They concluded that an accelerated sales process was required, which culminated in the appointment of administrators over Evans in October 2018. A pre-packaged sale of Evans' business and operating assets was made to entities ultimately owned by Sports Direct International PLC upon the administrators' appointment.

The Companies were members of a VAT group with Evans and the other entities within the group. Consequently they were liable for a VAT liability to HMRC of approximately £3m. In light of this and following the cessation of Evans' trading activities post administration, the director of the Companies resolved that the Companies were insolvent and therefore commenced steps to place the Companies into creditors' voluntary liquidation.

There were no asset realisations within the liquidation.

Statutory and compliance

During the period of this report, we have dealt with the following statutory and compliance matters:

- Drafted and issued the first correspondence to creditors;
- Reported on the conduct of the Directors of the Companies;
- Prepared and submitted the final VAT forms for the disbandments of the VAT group; and
- Sought tax clearance from HMRC

Investigations and actions

We have reviewed the Companies' affairs and taken into account any points raised by creditors in discharging our duties under the Company Directors' Disqualification Act 1986 and Statement of Insolvency Practice No.2. Nothing came to our attention to suggest that we needed to do any more work in line with our duties.

Our receipts and payments account

As there have been no asset realisations within the liquidation, there are no receipts and payments for which we need to account.

Our expenses

As above, there were no asset realisations within the liquidation and therefore there are no expenses payable. Our fee basis was agreed outside of the liquidation.

Our fees

The Companies have no assets from which to draw fees and as a result no approval from creditors agreeing the basis of our remuneration has been sought.

As it was important the Companies were dealt with appropriately through a CVL procedure given their insolvent status, ECI Venture Nominees Limited agreed to pay a sum of £60,000 directly to PwC for work associated with placing the Companies into CVL. As this fee was paid by a third party (not from funds of the Companies), the Liquidators were not required to seek the approval of creditors for this sum.

As we have not sought to fix the basis of our remuneration or draw any remuneration directly from the liquidation estates, we have not provided an analysis of our time costs incurred across the liquidation estates.

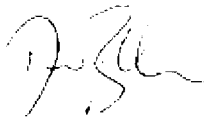
We set out in Appendix A an update on our remuneration which covers our fees, disbursements and other related matters in this case.

What we still need to do

The winding up of the Companies is now complete. Following the end of the period within which creditors may object to our release, we will send a copy of this final account to the Registrar of Companies with a statement of whether any creditors of the Companies objected. We will vacate office on sending the copy report and statement.

If you've got any questions, please get in touch with Adam Thompson, on 0113 289 4983.

Yours faithfully

A handwritten signature in black ink, appearing to read 'D. Baxendale', written in a cursive style.

David R Baxendale
Joint liquidator

Secured creditors

As there were no realisations in the liquidation of the Companies, there was no return for the secured creditors.

Preferential creditors (mainly employees)

There are no preferential creditors of the Companies as there were no employees at the time of our appointment.

Unsecured creditors

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

The amount of the prescribed part is:

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

The prescribed part applies in the case of April Midco Limited, April Number 1 Limited and April Number 3 Limited case as there is a floating charge created after 15 September 2003.

In the case of April Number 2 Limited, the prescribed part doesn't apply because there is no floating charge registered against this Company.

We did not pay any dividend to unsecured creditors under the prescribed part because the Companies did not have any net floating charge realisations, meaning the value of the prescribed part is nil.

Apart from any prescribed part, we did not pay any dividend to unsecured creditors because there were no asset realisations in the liquidations.

Appendices

We did not obtain approval for any fees in the liquidation as there were no asset realisations and our fees were paid outside of the liquidation.

We set out later in this Appendix details of our work to date, disbursements, subcontracted work and payments to associates.

Payments to associates

We have not made any payments to associates in the period covered by this report.

Our work in the period since our appointment

Whilst this is not an exhaustive list, in the following table we provide more detail on the key areas of work:

Strategy and planning	Case planning and progression meetings.	Ensures matters are progressed efficiently
Investigations	Investigating the circumstances leading up to administration and reporting to the Insolvency Service on the conduct of the Companies directors.	To comply with statutory obligations
Statutory and compliance	Preparing drafting and issuing first report to creditors of the Companies; and Completing statutory six monthly case reviews.	Ensures matters are progressed Certain activities are required by statute
Tax & VAT	Checking the VAT registration status of the Companies, ensuring they had been removed from a VAT group and de-registered for VAT; and Seeking Tax clearance from HMRC for the Companies	Required by statute
Closure	Preparing and issuing the first and final progress report to creditors of the liquidations; and Following the relevant procedures to close the liquidations.	Allows the liquidations to be formally closed

Disbursements

There were no asset realisations within the liquidation and therefore no expenses were recharged. Our fee basis was agreed outside of the liquidation.

Our relationships

We have no business or personal relationships with the parties who approve our fees or who provide services to the liquidation where the relationship could give rise to a conflict of interest.

Details of subcontracted work

We have not subcontracted any work in the period covered by this report.

Legal and other professional firms

We have not instructed any external professionals on this case.

Companies registered names: April Midco Limited, April Number 1 Limited, April Number 2 Limited and April Number 3 Limited

Trading names: April Midco Limited, April Number 1 Limited, April Number 2 Limited and April Number 3 Limited

Registered numbers: 09479528, 06474505, 06649810 and 00417334

Registered address: Central Square, 29 Wellington Street, Leeds, LS1 4DL

Date of the Liquidators' appointment: 20 June 2019

Liquidators' names, addresses and contact details: David Robert Baxendale and Zelf Hussain
PricewaterhouseCoopers LLP
Central Square
29 Wellington Street
Leeds
LS1 4DL
Contact: Adam Thompson – 0113 289 4983
adam.x.thompson@pwc.com