



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

1 Company details

Company number	1 1 4 2 5 1 5 5
Company name in full	Foodwell Manchester Limited

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

2 Administrator's name

Full forename(s)	Mike
Surname	Dillon

3 Administrator's address

Building name/number	Leonard Curtis
Street	Riverside House Irwell Street
Post town	Manchester
County/Region	
Postcode	M 3 5 E N
Country	

4 Administrator's name ①

Full forename(s)	Katy
Surname	McAndrew

① **Other administrator**
Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number	Leonard Curtis
Street	Riverside House Irwell Street
Post town	Manchester
County/Region	
Postcode	M 3 5 E N
Country	

② **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 5	^m 0	^m 2	^y 2	^y 0	^y 2	^y 1
To date	^d 2	^d 4	^m 0	^m 8	^y 2	^y 0	^y 2	^y 1

7 Progress report

I attach a copy of the progress report

8 Sign and date

Administrator's signature

Signature

X



X

Signature date

^d 1	^d 7	^m 0	^m 9	^y 2	^y 0	^y 2	^y 1
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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 **Harry Knowles**

Company name **Leonard Curtis**

Address **Riverside House**

Irwell Street

Manchester

Post town

County/Region

Postcode **M 3 5 E N**

Country

DX

Telephone **0161 831 9999**

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



LEONARD CURTIS
BUSINESS RESCUE & RECOVERY

FOODWELL MANCHESTER LIMITED
(IN ADMINISTRATION)

Registered Number: 11425155
Court Ref: CR-2020-MAN-000769

High Court of Justice Business and Property Courts in Manchester - Company & Insolvency List (CHD)

**Joint Administrators' Second Progress Report in accordance
with Rule 18.3 of the Insolvency (England and Wales) Rules 2016**

Report period
25 February 2021 to 24 August 2021

17 September 2021

Mike Dillon and Katy McAndrew - Joint Administrators
Leonard Curtis
Riverside House, Irwell Street, Manchester M3 5EN
Tel: 0161 831 9999 Fax: 0161 831 9090
General email: recovery@leonardcurtis.co.uk
Ref: M/56/HKN/F569K/1010

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NOT FOR PUBLICATION**

**TO: THE REGISTRAR OF COMPANIES
ALL CREDITORS
ALL MEMBERS**

1 INTRODUCTION

- 1.1 This report has been produced in accordance with Rule 18.3 of the Insolvency (England and Wales) Rules 2016 (“the Rules”) to provide creditors with an update on the progress of the Administration of Foodwell Manchester Limited (“the Company”) for the period from 25 February 2021 to 24 August 2021. This is the Joint Administrators’ second progress report to creditors.
- 1.2 Much of the information contained in this report encompasses the whole period of the Administration. Please be aware, however, that where reference is made to “the period of this report”, this specifically means 25 February 2021 to 24 August 2021, being the period since the end of the period covered by the last progress report.

2 STATUTORY INFORMATION

- 2.1 Mike Dillon and Katy McAndrew were appointed as Joint Administrators of the Company in the jurisdiction of High Court of Justice Business and Property Courts in Manchester - Company & Insolvency List (CHD), number CR-2020-MAN-000769 on 25 August 2020. The Administration appointment was made by the Directors. The Joint Administrators can confirm that there has been no change in office-holder since the date of Administration.
- 2.2 The Administration is being handled by the Manchester office of Leonard Curtis, which is situated at Riverside House, Irwell Street, Manchester M3 5EN.
- 2.3 The principal trading address of the Company was Suite 2, Ground Floor One New Bailey, Stanley Street, Salford M3 5JL. The business traded under its registered name.
- 2.4 The registered office address of the Company at the date of the appointment of the Joint Administrators was 2 Ground Floor One, New Bailey, Stanley Street, Salford M3 5JL. On 28 August 2020, the Company’s registered office address was changed to Suite 10-12, Mezzanine Floor, Royal Liver Building, Pier Head, Liverpool L3 1HU. Following the appointment, this was changed to Riverside House, Irwell Street, Manchester M3 5EN. The registered number of the Company is 11425155.
- 2.5 For the purposes of paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 (as amended), it should be noted that during the period in which the Administration Order is in force, any act or function required or authorised under any enactment to be done by the Joint Administrators may be exercised by all or any of the persons holding that office.
- 2.6 The Company’s main centre of operations is based in the UK. The EC Regulation on Insolvency Proceedings applies and the proceedings are main proceedings under the Regulation.

3 JOINT ADMINISTRATORS’ PROPOSALS

- 3.1 Attached at Appendix A is a summary of the Joint Administrators’ approved proposals for achieving one of the three statutory purposes of Administration.
- 3.2 The Proposals were deemed approved by creditors on 18 September 2020.

FOODWELL MANCHESTER LIMITED – IN ADMINISTRATION

- 3.3 There have been no major amendments to, or deviations from, the proposals during the course of the Administration to date.
- 3.4 The objective of the Administration is to realise property in order to make a distribution to one or more secured or preferential creditors.
- 3.5 The objective has been achieved as JLO Consulting Services Ltd (“JLO”), secured creditor, have received a partial distribution of £114,000.00 under their Fixed Charge, following a sale of the Goodwill.
- 3.6 The second objective is to achieve a better result for the Company’s creditors as a whole than would be likely if the Company were to be wound up (without first being in Administration). It is now considered that this objective may also be achieved as there may be funds available to make a distribution to the secured creditor under their Floating Charge, together with a distribution to preferential creditors and unsecured creditors via the Prescribed Part. This was initially not considered to be achieved.

4 PROGRESS OF THE ADMINISTRATION

- 4.1 Attached at Appendix B is the Joint Administrators’ receipts and payments account for the period from 25 February 2021 to 24 August 2021.

Sale of Business

- 4.2 As previously reported to creditors, an offer of £134,500 was made by Firefly Holdings (Manchester) Ltd (CRN: 12369843) (“the Purchaser”) to the proposed Administrators. Following advice from our appointed agents, Cerberus Asset Management (“CAM”), who had carried out valuations of the Company’s physical assets, this offer was accepted and the business sale was concluded on 25 August 2020.
- 4.3 The Purchaser is connected to the Company pursuant to Section 249 and 435 of The Insolvency Act 1986 (“the Act”) by virtue of the fact that the directors and shareholders of the Company, Daniel Drinkwater and Christian Coates, are directors and shareholders of the Purchaser.
- 4.4 The sales consideration of £134,500 was apportioned as follows:

Category of Asset

	Fixed Charge	Floating Charge	Cumulative
	£	£	£
Goodwill	114,000	-	114,000
Unencumbered Plant and Machinery	-	18,000	18,000
Stock	-	2,500	2,500
Total	114,000	20,500	134,500

4.5 The total sales consideration in the sum of £134,500 was payable as follows:

Date	Amount
On completion	119,000.00
25 September 2020	5,000.00
25 October 2020	5,000.00
25 November 2020	5,500.00
	<hr/>
	134,500.00
	<hr/>

4.6 The Purchaser is being funded by JLO and £114,000 of the consideration monies is being paid by way of non-cash consideration. To facilitate the transaction, it was agreed that the Purchaser will be treated as having paid £114,000 to the Company and the Administrators (acting by the Joint Administrators) will be treated as having paid the sum of £114,000 to JLO in part satisfaction of the Company's fixed charge indebtedness to JLO.

4.7 In the period prior to this report the sum of £129,000 had been received from the Purchaser, with the remaining payment of £5,500.00 having been delayed due to the restaurant being shut as a result of the restrictions in place due to the COVID pandemic.

4.8 During the period of this report the final payment was received in the sum of £5,500.00 in relation to the Company's stock and unencumbered plant and machinery. The consideration has been apportioned with the sum of £670.72 allocated to stock and £4,829.28 allocate to unencumbered plant and machinery.

4.9 Payment has now been received in full.

Bank Interest

4.10 An amount of £0.07 has been received in regards to accrued bank interest during the period of this report with a total of £0.16 having been received for the duration of the Administration.

5 ASSETS STILL TO BE REALISED

5.1 All assets have now been realised.

6 INVESTIGATIONS

6.1 Following their appointment, the Joint Administrators considered the information acquired in the course of appraising and realising the business and assets of the Company, together with information provided by the Company's directors and its creditors, to identify any further possible realisations for the estate and what further investigations, if any, might be appropriate.

6.2 That assessment did not identify any possible further realisations. In addition, the Joint Administrators concluded that no further investigations were required. If, however, any creditor is aware of any particular matters which they consider require investigation, they should please send full details to this office at the address given at the front of this report.

6.3 Regardless of the above, the Joint Administrators have complied with their statutory obligations under the Company Directors Disqualification Act 1986 and the appropriate report has been submitted to the relevant authority.

7 JOINT ADMINISTRATORS’ REMUNERATION AND EXPENSES

Pre-Administration Costs

7.1 On 23 September 2020, the general body of creditors consented to the following pre-Administration costs and expenses being paid as an expense of the Administration:

Charged by	Services provided	Total amount charged £	Amount paid £	Amount unpaid £
Leonard Curtis Recovery (“LCR”)	Carried out an assessment of the financial position with a view to establishing Administration as the appropriate insolvency procedure, attending meetings with management, reviewing agents’ valuations reports , marketing the business and assets, negotiating and agreeing a sale of the business and assets, preparing and reviewing sales documentation and preparation of appointment documentation, as well as time spent agreeing a strategy.	21,591.00	17,000.00	4,591.00
Cerberus Asset Management (“CAM”)	Valuation of the Company’s physical assets.	1,800.00	1,800.00	-
IP-Bid	Cost of marketing the business on the IP-Bid website.	294.00	245.00	49.00
	Total	23,685.00	19,045.00	4,640.00

The costs that have been paid are detailed in the receipts and payments account attached at Appendix B. The outstanding costs will be paid shortly.

Joint Administrators’ Remuneration

7.2 On 23 September 2020, the general body of creditors agreed that the basis of the Joint Administrators’ remuneration be fixed by reference to time properly spent by them and their staff in attending to matters arising from the Administration for an amount not exceeding £57,445.00, as set out in a Fees Estimate.

7.3 The time charged by the Joint Administrators for the period of this report amounts to £18,388.00. This represents 66.0 hours at an average rate of £278.61 per hour. A summary of time costs incurred in the period is set out at Appendix C, together with a detailed description of work undertaken in the period, attributable to each category of time costs, and an explanation of why it was necessary for that work to be performed.

7.4 Attached, at Appendix D, is a summary of time costs incurred to date compared with time costs as set out in the Joint Administrators’ original fees estimate.

7.5 You will note that time costs incurred to date do exceed the time as set out in the Fees Estimate. As demonstrated at Appendix D, costs attributable to each category of time generally fall within those anticipated. The areas where

significant variance has occurred relate to Statutory and Review, General Administration, Post Appointment Creditor Decisions, Investigations and Legal Services.

- 7.6 Time costs have exceeded the original fee estimate by £5,513.00 for time posted to Statutory and Review. This is due to various factors, including additional time having been spent liaising with Haines Watts in relation to the assistance they have provided to the Directors in regards to the preparation of the Statement of Affairs, as well as seeking an extension to the time period to submit the Statement of Affairs. This time was not provided for when preparing the initial Fees Estimate. As the case has been extended additional case progression reviews have been conducted periodically during the Administration to ensure that matters have been dealt with in a timely fashion.
- 7.7 Time costs have exceeded the original fee estimate by £2,733.00 for time posted to General Administration. As the administration has now been extended, additional time has been spent than was initially anticipated corresponding with the director and replying to general correspondence received.
- 7.8 Time costs incurred relating to Post Appointment Creditor Decisions has been £1,922.50 higher than anticipated when preparing the Fees Estimate. This is due to additional time being spent drafting, amending and finalising the Statement of Proposals in preparation of this being sent to the creditors.
- 7.9 Time costs incurred relating to Investigations has been £3,979.50 higher than anticipated when preparing the Fees Estimate. This is due to the various bank statement reviews and investigations that have been carried out in order to comply with the Joint Administrators duties which have taken longer than foreseen at the time of preparing the Fees Estimate.
- 7.10 Time costs incurred relating to Legal Services has been £3,420.50 higher than anticipated when preparing the Fees Estimate. This is due to the length of time incurred in reviewing and amending the sales documentation and circulating this to the necessary parties prior to, and at the time of, its finalisation, which proved to take longer than provided for. Additional time has been spent preparing an indemnity to enable a floating charge distribution to be made to the secured creditor, which was not anticipated as being required at the commencement of the Administration when preparing the Fees Estimate.
- 7.11 The Administration is not yet complete and it is therefore anticipated that further time costs will be incurred in dealing with this matter. The Joint Administrators Fees Estimate has now been exceeded and therefore it may be necessary for the Joint Administrators to revert to the general body of creditors for further approval. The information provided above is therefore for information purposes only.
- 7.12 Further guidance may be found in “Administration: A Guide for Creditors on Insolvency Practitioner Fees” (Version 1 – April 2021) which may be downloaded from:
<https://www.r3.org.uk/technical-library/england-wales/technical-guidance/fees/>
- 7.13 If you would prefer this to be sent to you in hard copy please contact Harry Knowles of this office on 0161 831 9999.
- 7.14 No remuneration has been drawn in respect of the Joint Administrators’ remuneration.

8 JOINT ADMINISTRATORS’ EXPENSES

- 8.1 Creditors will recall that the Joint Administrators have previously circulated a ‘Statement of Likely Expenses’ in this matter.

Expenses are separated into the following categories:

- (i) Standard Expenses: this category includes expenses payable by virtue of the nature of the Administration process and / or payable in order to comply with legal or regulatory requirements.

- (ii) **Case Specific Expenses:** this category includes expenses likely to be payable by the Joint Administrators in carrying out their duties in dealing with issues arising in a particular case. Also included within this category are costs that are directly referable to the Administration but are not paid to an independent third party (and which may include an element of allocated costs). These are known as “Category 2 expenses” and are subject to the approval of the creditors.

Additionally, with effect from 1 April 2021, the Joint Administrators are required to disclose to those responsible for approving our remuneration whether any payments we intend to make from an insolvency estate are to associates of Leonard Curtis. Payments to associates are subject to the same level of approval as the office holder’s fees and category 2 expenses and further details are included at Appendix E and F.

On 23 September 2020, the general body of creditors also approved that category 2 expenses could be drawn by the Joint Administrators, as detailed at Appendix F.

- 8.2 A copy of the Joint Administrators’ statement of likely expenses, together with comparative details of expenses incurred during the current reporting period and confirmation as to whether those amounts are paid or unpaid is set out at Appendix E.
- 8.3 You will note that, in general, the nature and value of expenses incurred to date fall within those anticipated within the original statement of expenses.
- 8.4 Attached at Appendix F is additional information in relation to the firm’s policy on staffing, the use of sub-contractors, disbursements and details of our current charge-out rates by staff grade. Please be aware that the firm’s charge out rates have been amended with effect from 1 March 2021.
- 8.5 Under Rule 18.9 of the Rules, within 21 days of receipt of this report, a secured creditor, or an unsecured creditor with either the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or with the permission of the court, may make a written request to the Joint Administrators for further information about remuneration or expenses set out in this report.
- 8.6 Under Rule 18.34 of the Rules, any secured creditor, or any unsecured creditor with either the concurrence of at least 10% in value of the unsecured creditors (including that creditor) or the permission of the court, may apply to the court, on the grounds that the basis fixed for the Joint Administrators’ remuneration is inappropriate, or the remuneration or expenses charged by the Joint Administrators are, in all the circumstances, excessive.
- 8.7 The application must be made no later than eight weeks after receipt of the progress report that first reports the fee basis, the charging of the remuneration or the incurring of the expenses in question.
- 8.8 Unless the court orders otherwise, the costs of the application shall be paid by the applicant and are not payable as an expense of the Administration.

9 ESTIMATED OUTCOME FOR CREDITORS

- 9.1 In order to assist the various classes of creditors in assessing the quantum of any dividend which may or may not be payable to them, we have produced an Estimated Outcome Statement. This is attached at Appendix G.

Secured Creditors

- 9.2 JLO holds security by way of a Debenture, incorporating a Fixed and Floating Charge over all assets, created on 21 October 2019. JLO provided funding by way of a loan to the Company. The security was capped at £150,000.
- 9.3 A total sum of £250,000 remained outstanding to JLO at the date of the Administration, of which £150,000 was secured.

- 9.4 I can confirm that JLO has received a partial distribution of £114,000.00 under their Fixed Charge, following a sale of the Goodwill. In addition, a further distribution of £36,000.00 has been made during the period of this report to JLO under their Floating Charge.

Preferential Claims

- 9.5 The only categories of claims which have preferential status are those of employees in respect of wages (up to £800) and accrued holiday pay and certain pension contributions.
- 9.6 Immediately following the Joint Administrators appointment and the sale of the Company's business and assets was concluded, the Company's 25 employees were transferred to the Purchaser under the Transfer of Undertakings (Protection of Employment) Regulations 2006 ("TUPE") therefore mitigating preferential claims for wages and accrued holiday pay.
- 9.7 However, the Company advised that there were 6 months of outstanding pension contributions due to the employees. Of the 6 month of pension arrears contributions due, 4 months of these will be classed as preferential claims. Evolve IS Limited ("Evolve IS") have been instructed to assist with the submission of the relevant claim forms to the Redundancy Payments Service ("RPS"), in respect of the pension arrears.
- 9.8 Evolve submitted an RP15 form to the RPS, from which we have received a final claim from the RPS. The preferential element of the claim totals £1,423.66.
- 9.9 After defraying the costs and expenses of the Administration, it is anticipated that there will be sufficient funds available to enable a distribution to the preferential creditors.

Prescribed Part

- 9.10 The Insolvency Act 1986 provides that, where a company has created a floating charge after 15 September 2003, the administrator must make a prescribed part of the Company's net property (after costs and preferential creditors) available to the unsecured creditors and not distribute it to the floating charge holder except in so far as it exceed the amount required for the satisfaction of unsecured claims.
- 9.11 Based upon the information currently available it is anticipated that there will be a prescribed part available to unsecured creditors. After the payment of costs and preferential creditors, the net property available to the floating charge creditor is £48,750.48, the prescribed part will therefore be £12,750.10 less costs, the timing of the payment is currently uncertain.

Unsecured Non-Preferential Claims

- 9.12 From April 2017, the Joint Administrators have had the discretion to admit claims from creditors with claims under £1,000 without receiving a proof of debt. The Joint Administrators confirm that, to date, no claims have been admitted under the small claims provisions.
- 9.13 Based upon anticipated realisations, it is considered unlikely that there will be sufficient funds to enable a dividend to unsecured creditors, other than potentially by virtue of the prescribed part dividend as referred to in paragraph 9.11 above.
- 9.14 If you have not already done so, please submit details of your claim to my office. A proof of debt form is attached at Appendix H for your ease of use.

10 MATTERS STILL TO BE DEALT WITH

10.1 Matters still to be dealt with before conclusion of the Administration include the following:

- The formal agreement of preferential and unsecured creditor claims to enable a distribution;
- The distribution of the prescribed part fund if sufficient funds are available; and
- The unpaid remuneration and expenses will need to be destroyed.

11 EXTENSIONS TO THE ADMINISTRATION

11.1 The appointment of Administrators ordinarily ceases to have effect at the end of the period of one year from the date of their appointment.

11.2 In certain circumstances it becomes necessary to extend the Administrators' term of office.

11.3 As you will be aware, the period of the administration was extended until 24 August 2022 with the consent of:

- each secured creditor of the Company; and
- a decision of the unsecured creditors in a decision procedure.

11.4 The Joint Administrators will be discharged from liability immediately upon their appointment as Administrators ceasing to have effect.

12 NEXT REPORT

12.1 The Joint Administrators are required to provide a progress report which must be delivered within one month of the end of the next six months of the Administration or earlier if the Administration has been finalised.

13 DATA PROTECTION

13.1 Finally, when submitting details of your claim in the administration, you may disclose personal data to the Joint Administrators. The processing of personal data is regulated in the UK by the General Data Protection Regulation EU 2016/679 as supplemented by the Data Protection Act 2018, together with other laws which relate to privacy and electronic communications. The Joint Administrators act as Data Controllers in respect of personal data they obtain in relation to this administration and are therefore responsible for complying with Data Protection Law in respect of any personal data they process. The Joint Administrators' privacy notice, which is attached to this report at Appendix I, explains how they process your personal data. Terms used in this clause bear the same meanings as are ascribed to them in Data Protection Law.

FOODWELL MANCHESTER LIMITED – IN ADMINISTRATION

If you wish to discuss the issues raised in this report or require any additional information, please contact this office.

Yours faithfully
for and on behalf of
FOODWELL MANCHESTER LIMITED



MIKE DILLON
JOINT ADMINISTRATOR

Mike Dillon and Katy McAndrew are authorised to act as insolvency practitioners in the UK by the Institute of Chartered Accountants in England and Wales under office holder numbers 24610 and 24470, respectively

The affairs, business and property of the Company are being managed by the Joint Administrators, who act as agents of the Company without personal liability.

SUMMARY OF JOINT ADMINISTRATORS' APPROVED PROPOSALS

1. The Joint Administrators continue to manage the business, affairs and property of the Company in such a manner as they consider expedient with a view to achieving the statutory purposes of the Administration.
2. If appropriate, the Joint Administrators take any action they consider necessary with a view to the approval of a Company Voluntary Arrangement (“CVA”) or Scheme of Arrangement in relation to the Company.
3. If appropriate, the Joint Administrators file a notice with the Registrar of Companies in order that the Administration will cease and the Company will move automatically into Creditors’ Voluntary Liquidation (“CVL”). It is further proposed that the Joint Administrators in office at the date of conversion to CVL will become the Joint Liquidators of the Company, and that where Joint Liquidators are proposed any act required or authorised to be done by the Joint Liquidators may be exercised by both or either of them. NB. Creditors may nominate a different person as the proposed Liquidator, provided that the nomination is made after receipt of these proposals and before the proposals are approved.
4. Alternatively, if appropriate, the Joint Administrators apply to Court under Para 65(3) of Schedule B1 to the Insolvency Act 1986 (as amended) for permission to make a distribution to the unsecured creditors within the Administration.
5. In the event that there are no monies remaining to be distributed to creditors and as soon as all matters relating to the Administration have been completed, the Joint Administrators file a Notice with the Registrar of Companies that the Company should be dissolved.
6. The Joint Administrators investigate and, if appropriate, pursue any claims that they or the Company may have against any directors or former directors, other third parties, officers or former officers, advisers or former advisers of the Company.
7. The Company may be placed into compulsory liquidation in circumstances where assets are still to be realised or investigations concluded yet there will be no return to unsecured creditors. In these circumstances it is further proposed that the Joint Administrators in office at the date of conversion to compulsory liquidation will become the Joint Liquidators of the Company, and that where Joint Liquidators are proposed any act required or authorised to be done by the Joint Liquidators may be exercised by both or either of them..
8. The Joint Administrators shall do all such other things and generally exercise all of his powers as contained in Schedule 1 of the Insolvency Act 1986, as he considers desirable or expedient to achieve the statutory purpose of the Administration.

**SUMMARY OF JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT FOR THE PERIOD FROM
25 FEBRUARY 2021 TO 24 AUGUST 2021**

	Estimated to realise £	Previous Period £	This period £	Cumulative £
RECEIPTS				
Unencumbered Plant & Machinery	18,000.00	13,170.72	4,829.28	18,000.00
Stock	2,500.00	1,829.28	670.72	2,500.00
Balance at Bank	6,600.00	6,522.72	-	6,522.72
Research and Development Tax Credit	-	58,424.46	-	58,424.46
Interest	-	0.09	0.07	0.16
	<u>27,100.00</u>	<u>79,947.27</u>	<u>5,500.07</u>	<u>85,447.34</u>
PAYMENTS				
Pre-Appointment Costs				
Pre-Appointment Administrators' Fee		(17,000.00)	-	(17,000.00)
Pre-Appointment Agents' Fee		(1,800.00)	-	(1,800.00)
Marketing Fees		(245.00)	-	(245.00)
		<u>(19,045.00)</u>	<u>-</u>	<u>(19,045.00)</u>
Post-Appointment Costs				
Other Professional Fees		(575.00)	-	(575.00)
Category 1 Disbursements		(346.40)	-	(346.40)
		<u>(921.40)</u>	<u>-</u>	<u>(921.40)</u>
DISTRIBUTIONS				
Amounts Paid to Floating Charge creditor		-	(36,000.00)	(36,000.00)
		<u>-</u>	<u>(36,000.00)</u>	<u>(36,000.00)</u>
BALANCE IN HAND		<u>59,980.87</u>	<u>(30,499.93)</u>	<u>29,480.94</u>

**SUMMARY OF JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT FOR THE PERIOD FROM
25 FEBRUARY 2021 TO 24 AUGUST 2021**

	Estimated to realise £	Previous Period £	This period £	Cumulative £
RECEIPTS				
Asset Specifically Pledged				
Goodwill	114,000.00	114,000.00	-	114,000.00
	<u>114,000.00</u>	<u>114,000.00</u>	<u>-</u>	<u>114,000.00</u>
DISTRIBUTIONS				
JLO		(114,000.00)	-	(114,000.00)
		<u>(114,000.00)</u>	<u>-</u>	<u>(114,000.00)</u>
BALANCE IN HAND		<u>-</u>	<u>-</u>	<u>-</u>

SUMMARY OF JOINT ADMINISTRATORS' TIME COSTS FOR THE PERIOD
FROM 25 FEBRUARY 2021 TO 24 AUGUST 2021

	Units	Average hourly rate £	Cost £
Statutory and review	133	287.97	3,830.00
Receipts and payments	71	237.68	1,687.50
Insurance, bonding and pensions	25	247.80	619.50
Assets	33	286.21	944.50
Liabilities	220	242.18	5,328.00
Debenture Holder	41	509.39	2,088.50
General Administration	86	236.86	2,037.00
Post Appointment Creditors' Decisions	22	318.18	700.00
Legal services - Preparation	27	405.19	1,094.00
Legal services - Emails	2	295.00	59.00
	660	278.61	18,388.00

All units are 6 minutes

DESCRIPTION OF TIME SPENT BY CATEGORY

Statutory and Review

This category of activity encompasses work undertaken for both statutory and case management purposes. Whilst this work will not directly result in any monetary value for creditors, it ensures that the case is managed efficiently and resourced appropriately, which is of benefit to all creditors. The work carried out under this category during the period of this report has comprised the following:

- Case management reviews. These have been carried out periodically throughout the period of the this report to ensure that the case is progressing as planned and all statutory and best practice matters have been dealt with appropriately;
- Allocation of staff, management of staff, case resourcing and budgeting, the case has been handed over between different staff members, time has been spent informing the new case handler of the ongoing progression matters;
- Review of work carried out by more junior members of staff to ensure quality of work and adherence to standards, legislation and best practice; and
- Corresponding with the accountants on the progress of the Statement of Affairs.

Receipts and Payments

This category of work will not result in a direct financial benefit for creditors. However, close monitoring of case bank accounts is essential to ensure that bank interest is maximised where possible, estate expenses are properly managed and kept to a minimum and amounts payable to creditors are identified and distributed promptly. Work conducted during the period of this report has included the following:

- Regular review of case bank account to ensure funds received are banked promptly and allocated appropriately;
- Maintaining and updating the Estimated Outcome Statement (“EOS”) which is used to monitor the progress of asset realisations;
- Corresponding with the Company’s pre appointment bankers in relation to the Company’s pre appointment bank account;
- Timely completion of all post appointment tax and VAT returns; and
- Managing estate expenses.

Insurance, Bonding and Pensions

Insolvency Practitioners are obliged to comply with certain statutory requirements when conducting their cases. Some of these requirements are in place to protect company assets (see bonding matters below), whilst requirements in respect of company pension schemes are there to protect the pension funds of Company employees. Whilst there is no direct financial benefit to Company creditors in dealing with these, close control of case expenditure is crucial to delivering maximum returns to the appropriate class of creditor. Work conducted during the period of this report has included the following:

- Periodic review of bonding requirements to ensure that creditors are appropriately protected. The bond is reviewed upon each large receipt of monies into the case and also at three month intervals in accordance with best practice; and
- Liaising with pension companies and instructed employment agents, Evolve IS Limited, to arrange for prompt wind up of schemes.

Assets

- Liaising with the Purchaser and Guarantors with regards the deferred consideration payments from the Company’s sale of business, including updates on the Purchasers’ trading position during the COVID restrictions.

Liabilities

This category of time includes both statutory and non-statutory matters.

Statutory

- Processing of claims from the Company's creditors. 12 claims have been received to date in the Administration, these claims have not been agreed to date. The claims will be reviewed shortly prior to issuing the Notice of Intended Dividend;
- Processing of claims from the Company's employees. Liaising with the RPO regarding their claim following the submission of the RP15 for arrears of pension payments;
- Seeking an extension to the period of the Administration for a further 12 months and reporting the decision to creditors; and
- Preparation and submission of the Joint Administrators' first periodic progress reports to creditors.

Non-statutory

- Dealing with enquiries from and liaising with the Company's creditors; and
- Dealing with enquiries from the Company's employees and liaising with instructed employment law agents, Evolve IS Limited.

Debenture Holder

- Providing updates to the secured creditor;
- Making a distribution to the secured creditor under their Floating Charge;
- Obtaining consent from the secured creditor for an extension to the period of the Administration of a further 12 months; and
- Making a distribution to the secured creditor under their Floating Charge.

General Administration

This category of work does not result in a direct financial benefit for creditors; however it is necessary for these tasks to be completed in order to ensure the smooth and efficient progression of the administration:

- Dealing with general correspondence and communicating with directors and shareholders.

Post Appointment Creditors' Decisions

Agreeing and reporting on our proposals and fee basis is a statutory requirement. Work completed to date includes the following:

- Preparation and review of documents relating to the extension to the Administration.

Legal Services

- Time spent has involved preparing an indemnity to enable a floating charge distribution to be made to the secured creditor.

**SUMMARY OF JOINT ADMINISTRATORS' TOTAL TIME COSTS TO 24 AUGUST 2021
INCORPORATING A COMPARISON WITH THE JOINT ADMINISTRATORS' APPROVED FEE ESTIMATE**

	FEES ESTIMATE			INCURRED TO 24 AUGUST 2021			VARIANCE
	Total			Total			Cost
	Units	Cost	Average hourly rate	Units	Cost	Average hourly rate	£
	No	£	£	No	£	£	£
Statutory and review	209	7,157.50	342.46	435	12,670.50	291.28	5,513.00
Receipts and payments	109	3,047.50	279.59	115	2,764.50	240.39	(283.00)
Insurance, bonding and pensions	98	2,888.00	294.69	95	2,302.50	242.37	(585.50)
Assets	146	5,433.50	372.16	101	3,595.50	355.99	(1,838.00)
Liabilities	500	17,657.50	353.15	572	14,148.00	247.34	(3,509.50)
Debenture Holder	50	1,838.50	367.70	50	2,561.00	512.20	722.50
General Administration	127	3,977.00	313.15	264	6,710.00	254.17	2,733.00
Appointment	110	3,701.00	337.36	120	3,876.00	323.00	175.00
Planning & Strategy	42	1,656.50	394.40	5	197.50	395.00	(1,459.00)
Post Appointment Creditors Decisions	151	5,494.00	363.84	273	7,416.50	271.67	1,922.50
Investigations	112	4,139.00	369.55	359	8,118.50	226.14	3,979.50
Legal Services – Preparation	-	-	-	69	2,319.00	336.09	2,319.00
Legal Services – In court	10	445.00	445.00	-	-	-	(445.00)
Legal Services – Drafting docs	-	-	-	38	1,064.00	280.00	1,064.00
Legal Services – Email Out	-	-	-	11	482.50	438.64	482.50
	1,664	57,445.00	345.22	2,507	68,226.00	272.14	10,781.00

All units are 6 minutes

**SUMMARY OF JOINT ADMINISTRATORS' EXPENSES
FROM 25 FEBRUARY 2021 TO 24 AUGUST 2021
INCORPORATING A COMPARISON OF THE JOINT ADMINISTRATORS'
STATEMENT OF LIKELY EXPENSES**

Standard Expenses (Category 1)

Type	Charged by	Description	Estimated Amount £	Total Amount Incurred to Date £	Amount Incurred in This Period £	Amount Paid £	Amount Unpaid £
AML Checks	Business Tax Centre	Electronic client verification	10.00	10.00	-	10.00	-
Bond Fee	AUA Insolvency Risk Services	Insurance bond	25.00	90.00	-	90.00	-
Document Hosting*	Pelstar	Hosting of documents for creditors	70.00	82.60	35.00	47.60	35.00
Software Licence Fee	Pelstar	Case management system licence fee	87.00	87.00	-	87.00	-
Statutory Advertising	Courts Advertising	Advertising	85.95	91.80	-	91.80	-
Storage Costs	Auctus	Storage of books and records	50.00	18.13	12.58	-	18.13
Appointment Costs	Philip Farrelly (solicitor)	Swear the Joint Administrators appointment documents	-	20.00	-	20.00	-
Post	PostWorks	Postage	-	14.32	14.32	-	14.32
		Total standard expenses	327.95	413.85	61.90	346.40	67.45

* Payment to Associate requiring specific creditor / committee approval if drawn after 1 April 2021

Case Specific Expenses

Type	Charged by	Description	Estimated Amount £	Total Amount Incurred to Date £	Amount Incurred in This Period £	Amount Paid £	Amount Unpaid £
Agents' Fees	Evolve IS Limited	Costs of assisting with outstanding pension contributions	1,000.00	575.00	-	575.00	-
Accountancy Fees	Haines Watts	Costs of assistance with completing the Statement of Affairs	1,500.00	-	-	-	-
		Total case specific expenses	2,500.00	575.00	-	575.00	-

LEONARD CURTIS POLICY REGARDING FEES, EXPENSES AND DISBURSEMENTS

The following Leonard Curtis policy information is considered to be relevant to creditors:

Staff Allocation and Charge Out Rates

We take an objective and practical approach to each assignment which includes active director involvement from the outset. Other members of staff will be assigned on the basis of experience and specific skills to match the needs of the case. Time spent by secretarial and other support staff on specific case related matters, e.g. report despatching, is not charged.

Where it has been agreed by the appropriate body of creditors that the office holders' remuneration will be calculated by reference to the time properly given by the office holders and their staff in attending to matters as set out in a fees estimate, then such remuneration will be calculated in units of 6 minutes at the standard hourly rates given below. In cases of exceptional complexity or risk, the insolvency practitioner reserves the right to request and obtain authority from the appropriate body of creditors that their remuneration on such time shall be charged at the higher complex rates given below.

The following hourly charge out rates apply to all assignments undertaken by Leonard Curtis:

	6 Jan 2014 onwards		1 Aug 2019 onwards		1 March 2021 onwards	
	Standard	Complex	Standard	Complex	Standard	Complex
	£	£	£	£	£	£
Director	450	562	525	656	550	688
Senior Manager	410	512	445	556	465	581
Manager 1	365	456	395	494	415	518
Manager 2	320	400	345	431	365	456
Administrator 1	260	325	280	350	295	369
Administrator 2	230	287	250	313	265	331
Administrator 3	210	262	230	288	245	306
Administrator 4	150	187	165	206	175	219
Support	0	0	0	0	0	0

Office holders' remuneration may include costs incurred by the firm's in-house legal team, which may be used for non-contentious matters pertaining to the insolvency appointment.

Use of Associates

We are required to disclose to those responsible for approving our remuneration whether any payments we intend to make from an insolvency estate are to Associates of Leonard Curtis. The term "Associate" is defined in s435 of the Insolvency Act 1986 but we are also required to consider the substance or likely perception of any association between the appointed insolvency practitioner, their firm (LC) or an individual within the firm and the recipient of a payment. Payments to Associates are subject to the same level of approval as the office holder's fees and category 2 expenses (see table below).

Whilst we are not aware of any third parties who meet the legal definition of "Associate" we are aware that there is a perceived association between LC and Pelstar Limited. Pelstar Limited provides insolvency case management software and document hosting facilities to LC. LC employs an individual who is married to a director of Pelstar Limited. Pelstar Limited's costs are set out in the tables below.

Use of Professional Advisors

Details of any professional advisor(s) used will be given in reports to creditors. Unless otherwise indicated the fee arrangement for each is based on hourly charge out rates, which are reviewed on a regular basis, together with the recovery of relevant disbursements.

FOODWELL MANCHESTER LIMITED – IN ADMINISTRATION

The choice of professional advisors is based around a number of factors including, but not restricted to, their expertise in a particular field, the complexity or otherwise of the assignment and their geographic location.

Use of Subcontractors

Where we subcontract out work that could otherwise be carried out by the office holder or his/her staff, this will be drawn to the attention of creditors in any report which incorporates a request for approval of the basis upon which remuneration may be charged. An explanation of why the work has been subcontracted out will also be provided.

Categorisation of Expenses

We are required to provide creditors with an estimate of the expenses we expect to be incurred in respect of an assignment and report back to them on actual expenses incurred and paid in our periodic progress reports. There are two broad categories of expenses: standard expenses and case specific expenses. These are explained in more detail below:

- a) Standard Expenses – this category includes expenses which are payable in order to comply with legal or regulatory requirements and therefore will generally be incurred on every case. They will include:

Type	Description	Amount																								
AML checks via Smartsearch	Electronic client verification in compliance with the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017	£5.00 plus VAT per search																								
Bond / Bordereau fee via AUA Insolvency Services	Insurance bond to protect the insolvent entity against any losses suffered as a result of the fraud or dishonesty of the IP	£10.00 to £1,200.00 dependent on value of assets within case																								
Company searches via Companies House	Extraction of company information from Companies House	£1.00 per document unless document can be accessed via the free service																								
Document hosting via Pelstar Limited (see Use of Associates and Category 2 expenses)	Hosting of documents via a secure portal for access by creditors/shareholders. Costs are charged per upload plus VAT and are generally dependent upon the number of creditors. The costs are commensurate with those charged by other providers of comparable services.	<table border="1"> <thead> <tr> <th>Type</th> <th>First 100</th> <th>Every addtl 10</th> </tr> </thead> <tbody> <tr> <td>ADM</td> <td>£14.00</td> <td>£1.40</td> </tr> <tr> <td>CVL</td> <td>£7.00</td> <td>£0.70</td> </tr> <tr> <td>MVL</td> <td>£7.00</td> <td>£0.70</td> </tr> <tr> <td>CPL</td> <td>£7.00</td> <td>£0.70</td> </tr> <tr> <td>CVA</td> <td>£10.00</td> <td>£1.00</td> </tr> <tr> <td>BKY</td> <td>£10.00</td> <td>£1.00</td> </tr> <tr> <td>IVA</td> <td colspan="2">£10 p.a. or £25 for life of case</td> </tr> </tbody> </table>	Type	First 100	Every addtl 10	ADM	£14.00	£1.40	CVL	£7.00	£0.70	MVL	£7.00	£0.70	CPL	£7.00	£0.70	CVA	£10.00	£1.00	BKY	£10.00	£1.00	IVA	£10 p.a. or £25 for life of case	
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		CVA	£10.00	£1.00																						
BKY	£10.00	£1.00																								
IVA	£10 p.a. or £25 for life of case																									
Software Licence fee hosting via Pelstar Limited (see Use of Associates and Category 2 expenses)	Payable to software provider for use of case management system. The costs are commensurate with those charged by other providers of comparable services.	£87.00 plus VAT per case																								
Postage via Royal Mail or Postworks	Cost of posting documents which are directly attributable to a case to external recipients	Calculated in accordance with applicable supplier rates and dependent on the number of pages and whether the document is sent by international, first or second class post.																								
Post re-direction via Royal Mail	Redirection of post from Company's premises to office-holders' address	0-3 months £216.00 3-6 months £321.00 6-12 months £519.00																								

ESTIMATED OUTCOME STATEMENT

	Secured Fixed £'000	Secured Floating £'000	Preferential £'000	Unsecured £'000
Amount available to class of creditor	114	36	50	13*
Amount due to creditor per Estimated Financial Position	(150)	(36)	(1)	(1,769)
Estimated dividend rate (as a %)	76%	100%	100%	1%

*Prior to deduction for costs of distribution

Proof of Debt – General Form
Relevant date: 25 August 2020

Please e-mail completed form to:

claims.manchester@leonardcurtis.co.uk quoting ref: F569K/HKN/PROOF

Name of Company in Administration:

Foodwell Manchester Limited

Company registered number:

11425155

1. Name of creditor (if a company, provide registration number)

2. Correspondence address of creditor (including email address)

3. Total amount of claim (£) at relevant date (include any Value Added Tax)

4. If amount in 3 above includes outstanding uncapitalised interest, state amount (£)

5. Details of how and when the debt was incurred (if you need more space attach a continuation sheet to this form)

6. Details of any security held, the value of the security and the date it was given

FOODWELL MANCHESTER LIMITED – IN ADMINISTRATION

7. Details of any reservation of title claimed in respect of goods supplied to which the debt relates

8. Details of any document by reference to which the debt relates

9. Signature of creditor (or person authorised to act on the creditor's behalf)

10. Date of signing:

11. Address of person signing (if different from 2 above)

12. Name in BLOCK LETTERS

13. Position with, or relation to, creditor

Notes:

1. There is no need to attach them now but the office-holder may ask you to produce any document or other evidence which is considered necessary to substantiate the whole or any part of the claim, as may the chairman or convenor of any qualifying decision procedure.
2. This form can be authenticated for submission by email by entering your name in block capitals and sending the form as an attachment from an email address which clearly identifies you or has been previously notified to the office-holder. If completing on behalf of the company, please state your relationship to the company.
3. **Please e-mail completed form to:**

claims.manchester@leonardcurtis.co.uk quoting ref: F569K/HKN/PROOF

PRIVACY NOTICE

Information we collect and hold about you

By requesting details of your claim in this insolvency, we may collect Personal Data from you, particularly if you are a consumer creditor, a sole trader or are lodging a claim in your personal capacity.

Personal Data is information relating to a living individual. Whenever Personal Data is processed, collected, recorded, stored or disposed of it must be done within the terms of the General Data Protection Regulation (“the GDPR”). Examples of Personal Data include but may not be limited to your name, address, telephone number and email contact details.

If you do not provide us with the information we require, this may adversely affect our ability to deal with your claim, but we would ask you not to submit more Personal Data than we request from you.

Legal justification for processing your Personal Data

The processing of your Personal Data by us is necessary to enable us to comply with legal obligations under the Insolvency Act 1986 and associated legislation which we are subject to as Insolvency Practitioners.

How we use your information

All information you supply to us is required to enable us to comply with our duties under the Insolvency Act 1986 and associated legislation. It will be used to enable us to assess the extent of the insolvent entity’s liabilities, to allow you to vote on any decision procedures, to enable us to communicate with you, to process your claim and to pay any dividends which may be due to you from the insolvent estate.

Who we share your information with

We may be required to share some of your Personal Data with other creditors. The data which will be shared with other creditors will be limited to that specifically required to be disclosed under insolvency legislation.

We may share some of your information with our Data Processors. Data Processors include solicitors, accountants and employment law specialists who assist us with our duties where required. We will only share your information with our Data Processors if we require their specialist advice. All of our Data Processors are subject to written contracts with us to ensure that your Personal Data is processed only in accordance with the GDPR.

How long will we hold your Personal Data for?

We will need to hold your Personal Data for a period of time after the insolvency has been concluded. This is to enable us to deal with any queries which might arise. Our Records Management Policy requires us to destroy our physical files 6 years after closure of the case. Electronic data files will be removed from our Case Management System 6 years after conclusion of the case but may be held on our server for a longer period of time but with restricted access.

Your rights in respect of your Personal Data

You have the right to request access to your Personal Data and to require it to be corrected or erased. You also have the right to request a restriction in the way we process your Personal Data or to object to its processing. You should be aware however that we may not be able to comply with your request if this would affect our ability to comply with our legal obligations.

You have the right to Data Portability. This is a right to have the Personal Data we hold about you to be provided to you in a commonly used and machine-readable format so that you can transfer that Data to another organisation in a way that is not too onerous to upload the Data.

Your right to complain

You have the right to be confident that we are handling your Personal Data responsibly and in line with good practice. If you have a concern about the way we are handling your Personal Data you should contact our Privacy Manager in the first instance.

If you are unable to resolve your concerns with us, you have the right to complain to the Information Commissioners' Office. The Information Commissioner can be contacted at Wycliffe House, Water Lane, Wilmslow, Cheshire SK6 5AF or on 0303 123 1113.

Contacting us

If you have any questions relating to the processing of your Personal Data, please write to our Privacy Manager at Leonard Curtis, 5th Floor, Grove House, 248A Marylebone Road, London NW1 6BB Alternatively our Privacy Manager can be contacted by telephone on 0207 535 7000 or by email: privacy@leonardcurtis.co.uk.

Data Controller: LEONARD CURTIS