



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

1 Company details

Company number 0 1 8 0 1 5 9 7

Company name in full BB Realisations (2018) Limited

→ **Filling in this form**

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Mark James Tobias

Surname Banfield

3 Administrator's address

Building name/number 7 More London

Street Riverside

Post town London

County/Region

Postcode S E 1 2 R T

Country

4 Administrator's name ①

Full forename(s) Peter David

Surname Dickens

① **Other administrator**

Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number 1 Hardman Square

Street

Post town Manchester

County/Region

Postcode M 3 3 E B

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 0	^d 6	^m 1	^m 0	^y 2	^y 0	^y 2	^y 0
To date	^d 0	^d 5	^m 0	^m 4	^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 0	^d 4	^m 0	^m 5	^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 **Andy Lilley**

Company name **PricewaterhouseCoopers LLP**

Address **8th Floor**

Central Square

Post town **Leeds**

County/Region

Postcode

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Country

DX

Telephone **0113 289 4153**



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 administrators' progress report from 6 October 2020 to 5 April 2021

BB Realisations (2018) Limited

(in administration and formerly known as Bargain Booze Limited)

Case no. 2928 of 2018

High Court of Justice

Business and Property Courts of England and Wales

Insolvency & Companies List (Chd)

4 May 2021

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Abbreviations and definitions

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

Abbreviation or definition	Meaning
The Company / BBL	BB Realisations (2018) Limited
Administrators / we / us / our	Mark James Tobias Banfield and Peter David Dickens
Firm / PwC	PricewaterhouseCoopers LLP
IR16	Insolvency (England and Wales) Rules 2016
IA86	Insolvency Act 1986
Sch.B1 IA86	Schedule B1 to the Insolvency Act 1986
HMRC	HM Revenue & Customs
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
The Lenders / Secured Creditors	Barclays Bank Plc ("Barclays"), HSBC Bank Plc ("HSBC") and National Westminster Bank Plc ("NatWest") as lenders under the Senior Term and Revolving Facilities Agreement; and HSBC Invoice Finance (UK) Limited, RBS Invoice Finance Limited and Barclays in their capacities as invoice discounting providers under the Receivables Financing Agreement ("RFA")
Secured creditors	Creditors with security in respect of their debt, in accordance with Section 248 IA86
Preferential creditors	Claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances
RPS	Redundancy Payments Service, an executive agency sponsored by the Department for Business, Energy & Industrial Strategy, which authorises and pays the statutory claims of employees of insolvent companies under the Employment Rights Act 1996
Unsecured creditors	Creditors who are neither secured nor preferential
ROT claims	Claims to retention of title over goods supplied to the Company but not paid for before the Administrators' appointment
TUPE	Transfer of Undertakings (Protection of Employment) Regulations 2006
SIP	Statement of Insolvency Practice. SIPs are issued to insolvency practitioners under procedures agreed between the insolvency regulatory authorities. SIPs set out principles and key compliance standards with which insolvency practitioners are required to comply.
Proposals	Joint Administrators proposals for achieving the purpose of the administration dated 13 April 2018.
Group	Conviviality Plc and its subsidiaries
Direct business	The Direct business distributed drinks across the On and Off Trade, through its Matthew Clark and Bibendum businesses, serving over 23,000 On Trade outlets, ranging from national prestige hotel chains to independent food-led pubs and restaurants. Subsidiary businesses included those known as Catalyst, Peppermint, Elastic and the Royal-warranted wine merchant, Walker & Wodehouse.

Retail business	The Retail business with over 370 franchisees operated more than 700 stores, traded primarily under the brands of Bargain Booze, Bargain Booze Select Convenience and Wine Rack. In December 2017, the Group acquired WS Retail from Palmer & Harvey McLane Limited, which traded under the Central Convenience brand.
The Purchaser / Bestway	Bestway Retail Limited (formerly Bestway Direct Limited)
Plc	Conviviality Plc
Brands	Conviviality Brands Limited
WRR	WR Realisations (2018) Limited (formerly Wine Rack Limited)
CRL	CVL Realisations (2018) Limited (formerly Conviviality Retail Logistics Limited)
PLB	PLB Group Limited (part of the direct business acquired by the Purchaser)
Bestway	Bestway Retail Limited (formerly Bestway Direct Limited)
MCB	Matthew Clark Bibendum Limited (formerly known as Conviviality Group Limited)

This report has been prepared by Mark James Tobias Banfield and Peter David Dickens as joint administrators of the Company, solely to comply with their statutory duty to report to creditors under IR16 on the progress of the administration, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

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

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

Any persons choosing to rely on this report for any purpose or in any context other than under IR16 do so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any liability in respect of this report to any such person. Please note you should read this report in conjunction with the Joint Administrators' previous reports issued to the Company creditors, which can be found at www.pwc.co.uk/conviviality. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.

Mark James Tobias Banfield and Peter David Dickens have been appointed as joint administrators of BB Realisations (2018) Limited (formerly Bargain Booze Limited) to manage its affairs, business and property as agents and without personal liability. All are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The Joint Administrators are bound by the Insolvency Code of Ethics which can be found at: www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics

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

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

Key messages

Why we've sent you this report

I'm writing to update you on the progress of the administration of the Company in the six months from 6 October 2020 to 5 April 2021.

You can still view our earlier reports on our website at www.pwc.co.uk/conviviality.

How much creditors may receive

Secured creditor

The Secured Creditors were owed c£169m by the Group when Brands entered administration on 4 April 2018. The immediate sale of shareholdings in the Direct business to C&C Holdings (NI) Limited resulted in the repayment of £102m of this secured debt.

In addition, the Secured Creditors have recovered some of their remaining debt from the Group's Retail business, in particular from debts owed to the Retail business at the time of our appointment. We continue to expect that the Secured Creditors will suffer a significant shortfall on their lending.

Further distributions are expected from this administration and of the initial Group debt, we currently anticipate a recovery for the Secured Creditors of over 70%. We are not providing precise recovery estimates in this document for commercial reasons.

Preferential creditors

The Company's employees transferred to the Purchaser and therefore we are not anticipating (and have not received) any preferential claims in the Company.

Unsecured creditors

We previously advised that it would be prudent to assume that there will be insufficient net assets to enable a dividend to be paid to the unsecured creditors of the Company, from the Prescribed Part or otherwise. This continues to be our view.

Therefore, only the Secured Creditors have a financial interest in the outcome of the administrations.

What you need to do

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

Overview of what we've done to date

As explained in our earlier reports, there was a sale of the majority of the business and assets of the Company on 6 April 2018 to the Purchaser (immediately following our appointment). Full details of the sale were included in our initial letter to creditors (containing our SIP16 report) and in our Proposals, which can still be accessed online at www.pwc.co.uk/conviviality.

Whilst we completed a sale of the business and assets, there remained a significant amount of work to do in the administration, in particular:

- Supporting the ongoing collection of debts owed to the Company;
- Dealing with the transfer of the Company's large property portfolio to the Purchaser;
- Providing reasonable assistance to the Purchaser for the orderly transfer of the business; and
- Realising assets excluded from the initial sale to the Purchaser.

Our previous report explained the progress of the administration for the period to 5 October 2020. At that time, the key outstanding matters were as follows:

- Liaise with the Purchaser to agree an indemnity in respect of the property funds held;
- Continue to provide such assistance to the Lenders and Hilton Baird as may be required for the collection of the remaining debtor balances owed and the collection of any insolvent franchisee debtor receipts;
- Progress and finalise the remaining claim against a credit card company;
- Realise any remaining assets;
- Assist with any queries into the Company's affairs made by relevant authorities and obtain consent for the joint administrators to cease to act; and
- Make interim and final distributions to the Secured Creditors.

In the next section, we provide an update on our work in these areas and (where relevant) how they have progressed.

Progress since we last reported

Extension to the Administration

The Administration of the Company has been extended for a further 12 months, bringing the current administration period to an end on 5 April 2022 (unless further extended).

Post sale matters

We previously reported that we were contacted by the Purchaser in June 2019 in respect of a pre appointment contract that the Purchaser was looking to novate. Following our initial work, no contact was made from the Purchaser for a number of months and we previously advised that we considered the matter to be finalised. During the period, we were contacted by the Purchaser confirming that they would now like to progress the transfer agreement. We have therefore spent time in the period corresponding with the Purchaser and the agreement has now been finalised.

We have previously agreed that the Purchaser will cover both the joint administrators' costs and the legal costs associated with the novation agreement. The legal costs have now been paid and are included in our receipts and payments account at Appendix A. The joint administrators' fees are due to be paid shortly.

Properties

As previously advised, all properties have now either been formally transferred to the Purchaser or vacated and offered back to landlords.

During the Period, we have arranged for an indemnity to be drafted (and agreed with the Purchaser) that they will account for any further outstanding landlord rent payments that may be forthcoming. The surplus funds held have been paid to the Purchaser. This transaction was completed post period end therefore it can not be seen in our receipts and payments account at Appendix A.

Book Debts

As previously advised, the Lenders own the Franchisee debts of the Company. On appointment, the total ledger balance was £44.9m, of which £34m was due from franchisees relating to goods sold and delivered prior to our appointment and £2.7m related to supplier income. The remaining balance of the ledger relates to intercompany debts, totalling £8.2m, which are not collectable.

The Company's debtors ledger consisted of c.490 franchisees with debts totalling £34.1m. Of this balance, £16.9m was due from the top 20 debtors, £14.5m due from the remaining franchisees and £2.6m due from those with closed stores.

Given the ongoing commercial nature of the collections process we are unable to disclose the ledger value that the actual recoveries represent. Similarly, we are unable to provide our estimate of future recoveries, in order to avoid prejudicing ongoing discussions with debtors. As the debtors are subject to a receivables finance agreement, they are owned by the Lenders, paid directly to them and the Company has no financial interest in the amount recovered.

We continue to liaise with insolvent franchisee debtors and complete the necessary paperwork to submit proof of debt forms into insolvent estates to maximise recoveries where possible.

Pre appointment credit card claims

As advised previously, we have instructed agents to review and progress claims against certain credit card providers. These claims related to alleged overcharging of interchange fees on transactions prior to our appointment.

We are pleased to report that during the period, we have recovered the sum of £118k based on a settlement agreement being reached. The settlement was reached without the need to commence litigation. Should we have not been able to agree to the settlement, the only remaining option would have been to enter litigation which could have taken a number of years to conclude, be very expensive and the ultimate outcome would have remained uncertain. We therefore agreed to follow agents advice and accept the settlement agreement offered which we feel represents a good outcome in the circumstances of this case. This amount received is included in the 'Sundry debts and refunds' in our receipts and payments account at Appendix A.

As settlement agreements have now been achieved and paid in respect of all of the interchange fee claims of which we're aware of and we do not anticipate any further work in this regard.

Realisation of other assets

Pre appointment utility and business rate refunds

A further £66.5k has been recovered in the reporting period, relating to a pre-appointment utility and business rate refunds.

Barclaycard

During the period we have recovered £508k from Barclaycard relating to pre-appointment credit card receipts in connection with the WS Retail Limited business acquired by the Company in the months leading up to its own insolvency. No further realisations are anticipated from Barclaycard.

GT News Limited

We have spent time in the period liaising with RBS as we understand that there is a credit balance on an account held by G.T. News Limited. Prior to our appointment, the Company acquired the shareholding in G.T. News (Holdings) Limited and we are currently making enquiries and reviewing information to establish if the credit balance is an asset of the Company. We will provide a further update in our next report.

Connected party transactions

In accordance with SIP13, we are required to disclose any known connected party transactions that occurred in the period following our appointment or any proposed connected party transactions. We can confirm that no such transactions have occurred and none are expected. Further information on the sale to Bestway can be found in our Proposals at: www.pwc.co.uk/conviviality.

Corporation tax

During the period, we have spent time preparing and finalising the computations for the tax return for the period ending 30 April 2020 and the return has been submitted to HMRC. No tax liability was due in respect of this return. We have also spent time in the period preparing the tax return for the period end April 2021. We anticipate that this will be finalised in the coming months. Depending on the position with future asset realisations it may transpire that we need to submit an additional final return to HMRC along with a request for tax clearance. We will provide a further update in our next report.

VAT

As administrators, we become responsible for dealing with the Company's VAT affairs and filing obligations.

Since we last reported to creditors, we have made arrangements to file both quarterly and final VAT returns and deregister the Company for VAT purposes. We will take steps to periodically recover the VAT owing to the Company in due course.

Investigations and actions

In previous reports, we explained that we had complied with our duties under the Company Directors' Disqualification Act 1986 and SIP2. We also explained that (as widely reported in the media), the collapse of the Group resulted in the commencement of enquiries and/or investigations by certain regulatory bodies. During the period, we have continued to cooperate with information requests and will continue to do so.

Our receipts and payments account

We set out in Appendix A an account of our receipts and payments in the administration from 6 October 2020 to 5 April 2021.

Our expenses

We set out in Appendix B a statement of the expenses we've incurred to the date covered by this report and an estimate of our future expenses.

The statement excludes any potential tax liabilities that we may need to pay as an administration expense in due course because amounts due will depend on the position at the end of the tax accounting period.

Our fees

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

Pre-administration costs

You can find in Appendix D information about the approval of the unpaid pre-administration costs previously detailed in our proposals.

Creditors' rights

Creditors have the right to ask for more information within 21 days of receiving this report as set out in Rule 18.9 IR16. Any request must be in writing. Creditors can also challenge fees and expenses within eight weeks of receiving this report as set out in Rule 18.34. This information can also be found in the guide to fees at:

<https://www.r3.org.uk/technical-library/england-wales/technical-guidance/fees/more/29113/page/1/guide-to-administrators-fees/>

You can also get a copy free of charge by telephoning Andy Lilley on 07841 468130.

Secured creditor fundings

As discussed previously, we expected there to only be sufficient net floating charge realisations to generate a dividend by virtue of the statutory Prescribed Part fund in Brands only. We have now paid this distribution in Brands.

Other than the unsecured prescribed part distribution in Brands, the Secured Creditors are the only class of creditor with a financial interest in the outcome of this administration (and the other Group administration appointments). Consequently, it has been necessary to enter into a Funding Agreement with the Secured Creditors to ensure each administration has sufficient funding to pay the reasonable costs incurred.

The Funding Agreement dated 9 July 2018 permitted us to retain c£4m of the sale proceeds from the sale to Bestway that were available to distribute to the Secured Creditors, for the purpose of discharging the pre-administration costs, administration expenses, our remuneration and legal costs (in each of the Group companies) up to certain limits and to be drawn at the appropriate time with the Secured Creditors' prior consent.

We have obtained the formal approvals from Secured Creditors to enable us to discharge the professional costs as agreed in the Funding Agreement.

The professional costs have previously been paid by BBL on behalf of other estates within the Group. We have made some intercompany reallocations of professional costs in line with those approved in the Funding Agreement. The intercompany transactions can be seen in our receipts and payments account at Appendix A.

What we still need to do

Whilst we continue to support an external authority with its ongoing investigation, we do expect that the administration will be brought to a close prior to April 2022 (which is the date to which the administration term has recently been extended).

The following is a summary of the work required to bring the administration to an end:

- Continue to make enquiries to establish if the G.T. News Limited credit account balance is an asset due to the Company;
- Continue to provide such assistance to the Lenders and Hilton Baird as may be required for the collection of the remaining debtor balances owed and the collection of any insolvent franchisee debtor receipts;
- Continue to collect and account for any pre appointment debts due to the Company (principally any pre appointment business rate and utility refunds due);
- Assist with any queries into the Company's affairs made by relevant authorities and obtain consent for the joint administrators to cease to act; and
- Make interim and final distributions to the Secured Creditors.

Once this (and all other) work has been completed, we will look to make the final distributions to the Secured Creditors. Other work will include compliance with our statutory duties as administrators, dealing with the Company's VAT and tax affairs and other incidental tasks associated with the winding down and ultimate dissolution of the Company.

Next steps

We expect to send our next report to creditors at the end of the administration or in about six months, whichever is the sooner.

If you've got any questions, please get in touch with Andy Lilley on 07841 468130.

Yours faithfully
For and on behalf of the Company



Toby Banfield
Joint administrator

Appendix A: Receipts and payments

Directors' Statement of Affairs £	Notes	Total from 6 April 2018 to 5 October 2020 £	Total from 6 October 2020 to 5 April 2021 £	Total to 5 April 2021 £
FIXED CHARGE REALISATIONS				
		2,549,496.52	-	2,549,496.52
4,025,331.41		2,130,652.74	-	2,130,652.74
		2,519,765.39	-	2,519,765.39
22,361,257.10	1	1,708,565.45	-	1,708,565.45
	2	1,371,949.00	(935,991.01)	435,957.99
		15,753.34	-	15,753.34
		10,296,182.44	(935,991.01)	9,360,191.43
COST OF REALISATION / PAYMENTS				
	3	(20,572.23)	-	(20,572.23)
		(20,572.23)	-	(20,572.23)
DISTRIBUTION TO FIXED CHARGE HOLDER				
		(1,708,308.47)	(256.98)	(1,708,565.45)
		(6,300,676.32)	(247,583.00)	(6,548,259.32)
		(8,008,984.79)	(247,839.98)	(8,256,824.77)
BALANCE OF FIXED CHARGE FUNDS				
		2,266,625.42	(1,183,830.99)	1,082,794.43
FLOATING CHARGE REALISATIONS				
300,754.19		28,663.34	-	28,663.34
		111,843.01	-	111,843.01
		(111,843.01)	(10,688.68)	(122,531.69)
		116,108.85	-	116,108.85
		(116,108.85)	-	(116,108.85)
		28,663.34	(10,688.68)	17,974.66
1,239,778.40		885,267.27	508,278.94	1,393,546.21
		308,554.30	184,709.05	493,263.35
		29,985.22	-	29,985.22
3,680,499.93		292,066.80	-	292,066.80
		465,412.20	-	465,412.20
4,762,949.04		-	-	-
		2,009,949.13	682,299.31	2,692,248.44
COST OF REALISATION / PAYMENTS				
		(15,841.08)	(5,018.42)	(20,859.50)
	2	(966,132.95)	216,715.95	(749,417.00)
	2	(1,601,400.00)	761,835.69	(839,564.31)
		(101,929.00)	-	(101,929.00)
		101,929.00	-	101,929.00
		(682,692.91)	(58,474.21)	(741,167.12)
		137,295.00	-	137,295.00
		(508.69)	-	(508.69)
		(7,838.66)	-	(7,838.66)
		(34.50)	-	(34.50)
		(75.00)	-	(75.00)
		(180.00)	-	(180.00)
		(3,137,408.79)	915,059.01	(2,222,349.78)
BALANCE OF FLOATING CHARGE FUNDS				
		(1,127,459.66)	1,597,358.32	469,898.66
VAT CONTROL ACCOUNT				
		(395,411.20)	431,250.12	35,838.92
TOTAL BALANCE AT BANK				
	4	743,754.56	844,777.45	1,588,532.01

Notes to the R&P

Note 1. The fixed charge book debts are predominantly collected and paid into accounts controlled by the secured lenders and therefore do not feature in this receipts and payments account. We have received some funds due to RFF Lenders in the administration account and the amounts distributed represent the distributions made to RFF Lenders via the pre-appointment RFF account.

Note 2. As discussed in Appendix C, the joint administrators entered a funding agreement with the secured creditors to fund the professional costs of the administrations in so far that the floating charge realisations are insufficient to cover the costs agreed. There have been group reallocations made within the period to reapportion costs in line with the funding agreement.

Note 3. The Company previously made a payment on behalf of Plc in respect of certain employee related costs, due to insufficient funds being held in the Plc estate to make this payment. There have been insufficient asset realisations in Plc to reimburse the Company for the payment previously made and the Plc administration is now closed. As no dividend payment is due to the unsecured creditors in respect of the Company (or Plc), the only party with an economic interest are the secured creditors. As the secured creditors are the same entities in respect of both the Company and Plc, the net effect of the payment being made by the Company on behalf of Plc is neutral (despite Plc's inability to reimburse the amount due).

Note 4. To assist with the final tax return and to enable tax clearance to be requested the funds are held in a non interest bearing account.

All amounts are shown exclusive of VAT.

Appendix B: Expenses

The following tables provide details of our expenses. Expenses are amounts properly payable by us as administrators from the estate and include our fees, but exclude distributions to creditors. The table also excludes any potential tax liabilities that we may need to pay as an administration expense because amounts becoming due will depend on the position at the end of the tax accounting period.

The table should be read in conjunction with the receipts and payments account at Appendix A, which shows expenses actually paid during the period and the total paid to date.

Notes	Brought forward £	Incurred in the period £	Cumulative £	Estimated future £	Anticipated total £	Initial estimate £	Variance £
Agent's fees	15,841.08	5,018.42	20,859.50	-	20,859.50	-	(20,859.50)
Office costs, Stationery and Postage	7,838.66	-	7,838.66	-	7,838.66	12,838.66	5,000.00
Intergroup Funding	20,572.23	-	20,572.23	-	20,572.23	-	(20,572.23)
Finance / Bank interest and charges	180.00	-	180.00	-	180.00	205.00	25.00
Legal fees and expenses	1 545,397.91	58,474.21	603,872.12	35,000.00	638,872.12	332,080.06	(306,792.06)
Office holders' fees	2 1,537,969.26	120,891.55	1,658,860.81	38,000.00	1,696,860.81	1,231,943.82	(464,916.99)
Office holders' disbursements	4,688.40	-	4,688.40	-	4,688.40	7,236.62	2,548.22
Pre-administration costs	749,417.00	-	749,417.00	-	749,417.00	749,417.00	-
Statutory advertising	75.00	-	75.00	-	75.00	75.00	-
Storage costs	34.50	-	34.50	-	34.50	64.50	30.00
Insurance	508.69	-	508.69	150.00	658.69	-	(658.69)
Total	2,882,522.73	184,384.18	3,066,906.91	73,150.00	3,140,056.91	2,333,860.66	(806,196.25)

Note 1. As discussed earlier in this report, the joint administrators entered a funding agreement with the secured creditors to fund the professional costs of the Group administrations in so far that the floating charge realisations are insufficient to cover the costs agreed. The fees were formerly approved on a time costs and percentage of realisations basis. Recharges with group companies have been completed and as a result of this, the brought forward legal fees have been adjusted from those previously reported.

The legal fees funded by Bestway have been excluded from the expenses statement.

Note 2. The office holders' fees have exceeded the initial fees estimate. This is due to the fact that the administration has recently been extended for a third year to provide time for the joint administrators to complete the required duties as referred to in this report. When the fees estimate was initially prepared it was not anticipated that the administration would last for this period of time. Furthermore, as a result of the additional time that we have remained in office, we have been successful in realising a number of assets that were not anticipated at the outset of the administration. We have discussed these in more detail in previous reports and pages 7 and 8 of this report. In Appendix C we discuss our intention to request further approval to increase our fees estimate.

Appendix C: Remuneration update

We confirmed in our previous progress reports, and discussed earlier, that the Lenders have provided a single facility to ensure that there are sufficient funds in each of the Group companies (over which we have been appointed) to pay the costs of the administrations up to certain limits, as agreed with Lenders. The facility becomes available after any floating charge realisations have been utilised in the first instance.

Our fees across the Group were formerly approved on a time costs and percentage of realisations basis by the secured creditors. To date we have drawn fees of £1,703,329 (£1,601,400 in respect of our time costs and £101,929 relating to costs paid by and associated with assisting Bestway) across the Group.

As referred to in Appendix A, we have completed various reallocations of costs around the Group within the period to reapportion costs in line with the Funding Agreement. This has resulted in fees of £839,564 directly attributable to BBL.

These costs are in line with the approval given.

Time cost basis

The time cost charges incurred in respect of the Company during the period covered by this report are £120,891.

We set out later details of the hours incurred in the period by the different grades of staff working on various aspects of the administration.

Percentage of realisations

As advised previously, we have performed certain work only to assist Bestway and which went beyond our obligations in the sale agreement and as joint administrators. This work has included:

- revisions to the sale agreement;
- novation of contracts and trademarks;
- protracted management of Bestway receipts into pre-appointment accounts;
- ongoing receipt of licence fees (since 4 October 2018 when the licence to occupy the various properties was extended) ;
- payment of rent (and certain related property costs); and
- cooperation in the assignment and/or surrender of leases.

We agreed to undertake this work on the basis that it had no adverse impact on the outcome for the creditors. Therefore we agreed that Bestway would contribute to these additional costs, including legal fees. We have recharged the costs to Bestway by reference to time costs incurred by us and our solicitors.

However, we proposed that the remuneration we actually draw for all work that Bestway pays for, is calculated as 100% of the amount received from Bestway (excluding VAT) in respect of costs incurred by our firm. As advised previously, we believe this is an appropriate basis for the following reasons:

- It is a simple mechanism that matches our fees for the work done solely for Bestway directly to the amount received from Bestway; thereby avoiding any adverse impact on the outcome for the Secured Creditors;
- At the time of determining our fees estimate (for work based on time costs), the duration of ongoing assistance to Bestway was indeterminate and therefore it would have been difficult to estimate the total time required if using the alternative time cost basis; and
- It avoids the statutory costs of additional reporting to creditors (if a time cost basis was used) and seeking further approvals from secured creditors if costs exceeded the initial fees estimate for that work.

It was for the Secured Creditors to also approve the basis of our fees for this work, even though it should not impact the outcome for them. We previously reported that approval has been obtained from the Secured Creditors. We set out later in this Appendix details of our work to date, anticipated future work, disbursements, subcontracted work and payments to associates.

Further approval

As advised previously, due to the additional costs that have been incurred by us across the Group (and future costs that are likely to be incurred in respect of BBL) we expect to seek further approval to increase our fees estimate. We are currently in correspondence with the Secured Creditors in respect of this further approval.

Our hours and average rates

Aspect of assignment	Partner	Director	Senior Manager	Manager	Senior Associate	Associate	Total hours	Time cost £	Average hourly rate £
Accounting and Treasury	-	-	12.80	1.40	16.55	8.85	39.60	16,684.05	421.31
Assets	-	1.10	6.20	5.20	35.05	-	47.55	20,675.95	434.83
Creditors	-	-	0.15	0.20	3.20	-	3.55	1,446.55	407.48
Employees and Pensions	-	-	-	-	1.55	-	1.55	612.25	395.00
Investigations	-	-	-	-	0.60	-	0.60	237.00	395.00
Secured creditors	-	0.30	13.70	0.10	17.90	-	32.00	15,074.10	471.07
Statutory and compliance	-	0.50	4.35	7.75	30.10	1.55	44.25	18,884.60	426.77
Strategy and planning	1.00	0.20	3.95	14.60	30.80	5.95	56.50	23,811.35	421.44
Property	-	-	-	-	10.45	-	10.45	4,127.75	395.00
Tax	-	-	8.25	0.30	13.70	-	22.25	10,219.45	459.30
VAT	-	-	2.50	4.75	13.15	0.75	21.15	9,118.50	431.13
Total for the period	1.00	2.10	51.90	34.30	173.05	17.10	279.45	120,891.55	423.48
Brought forward from previous period							4,034.06	1,537,969.26	
Total							4,313.51	1,658,860.81	

Our time charging policy and hourly rates

We and our team charge our time for the work we need to do in the administration. We delegate tasks to suitable grades of staff, taking into account their experience and any specialist knowledge that is needed and we supervise them properly to maximise the cost effectiveness of the work done. Anything complex or important matters of exceptional responsibility are handled by our senior staff or us.

All of our staff who work on the administration (including our cashiers, support and secretarial staff) charge time directly to the case and are included in any analysis of time charged. Each grade of staff has an hourly charge out rate which is reviewed from time to time. Work carried out by our cashiers, support and secretarial staff is charged for separately and isn't included in the hourly rates charged by partners or other staff members. Time is charged in six minute units. The minimum time chargeable is three minutes (i.e. 0.05 hours). We don't charge general or overhead costs.

We set out below the maximum charge-out rates per hour for the grades of our staff who already or who are likely to work on the administration.

Grade	From 1 July 2020 £
Partner	812
Director	714
Senior Manager	565
Manager	489
Senior Associate	395
Associate	252
Support Staff	132

The above rates for work of this complex nature, were agreed with the Secured Creditors in the course of entering into the Funding Agreement. In common with many professional firms, our scale rates may rise to cover annual inflationary cost increases.

Payments to associates

We have made no payments to associates during the period covered by this report.

Our work in the period

Earlier in this section we have included an analysis of the time spent by the various grades of staff. Whilst this is not an exhaustive list, in the following table we provide more detail on the key areas of work:

Area of work	Work undertaken	Why the work was necessary	What, if any, financial benefit the work provided to creditors OR whether it was required by statute
Accounting and treasury	<ul style="list-style-type: none"> Dealing with receipts, payments and journals. Carrying out bank reconciliations and management of the bank account. Completing various intercompany recharge journals to reflect funds appropriately across Group companies. 	<p>To manage the post appointment bank accounts. To ensure receipts and payments are fully and accurately recorded.</p> <p>to ensure that funds are correctly allocated appropriately between Group companies.</p>	Ensures proper management of the funds held.
Assets (including Debtors)	<ul style="list-style-type: none"> Liaising with agents in respect of interchange fee credit card claims and negotiating a settlement with the credit card provider for the benefit of the estate. Identifying potential asset recoveries. Carrying out tasks associated with realising such assets. Liaising with the Purchaser regarding a contract novation. Correspondence with the bank regarding credit balance held in G.T. New Limited account. Correspondence with Barclaycard regarding a £508k pre appointment refund. A significant additional recovery for the benefit of the estate. Corresponding with debtors. Liaising with debt collectors and solicitors. Corresponding with insolvent debtors and submitting proof of debt forms into insolvent estates as appropriate. 	<p>To ensure returns to the creditors are maximised.</p> <p>Our work in respect of the assets have resulted in significant recoveries for the benefit of Secured Creditors.</p>	Realises funds for the benefit of Secured Creditors.
Creditors	<ul style="list-style-type: none"> Receiving and following up creditor enquiries via telephone, email and post. Reviewing and preparing correspondence to creditors and their representatives. Receipting and filing proofs of debt when not related to a dividend. Providing information to credit insurers in relation to confirmation of debt enquiries. Maintaining a dedicated website for delivery of initial and ongoing communications and reports. 	To keep creditors informed on the progress of the case.	Work is required by statute and for the proper administration of the case.

Employees and Pensions	<ul style="list-style-type: none"> Dealing with pension related matters. 	To comply with our statutory obligations.	Required by statute.
Insurance	<ul style="list-style-type: none"> Reviewing insurance policies. Corresponding with insurers regarding ongoing insurance requirements. Providing updates to insurers as appropriate. 	To maintain the relevant level of insurance cover in place.	Required by statute.
Property	<ul style="list-style-type: none"> Correspondence with councils in respect of outstanding business rate liabilities. Correspondence with the Purchaser to agree property indemnity and arranging for the return to the Purchaser of the property funds held. Dealing with ad hoc business rate and utility correspondence received. 	Ensures efficient case progression.	To comply with our obligations under the sale and purchase agreement.
Secured Creditors	<ul style="list-style-type: none"> Preparing reports to, and holding meetings with, the Secured Creditors. Responding to Secured Creditor's queries. Making distributions in accordance with security entitlements. 	To keep Secured Creditors informed on the progress of the case.	To keep Secured Creditors informed of the progress of the administrations and return funds to them.
Statutory and compliance	<ul style="list-style-type: none"> Preparing and issuing periodic progress reports to creditors and the Registrar. Dealing with records in storage. Filing of documents. Updating checklists and diary management system. 	To comply with our statutory obligations.	Required by statute/regulations.
Strategy and planning	<ul style="list-style-type: none"> Conducting case reviews every six months. Team meetings to review strategy and progress. Maintaining fee budgets and monitoring costs. Considering timings for key milestones and key strategic decisions. 	To ensure case progression and monitoring costs.	Controls efficiencies, time costs and ensures continued case progression towards closure.
Tax	<ul style="list-style-type: none"> Preparing tax computations and submit returns as appropriate. Completing the Senior Accounting Officer filings. 	To comply with our statutory obligations.	Required by statute/regulations.
VAT	<ul style="list-style-type: none"> Preparing quarterly VAT returns. Correspondence with HMRC in relation to the Company's VAT matters. Arranging for the Company's VAT deregistration. 	To comply with our statutory obligations.	Required by statute/regulations.

Our future work

We still need to do the following work to achieve the purpose of administration.

Area of work	Work undertaken	Estimated cost £	What, if any, financial benefit the work provided to creditors OR
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			whether it was required by statute
Strategy and planning	<ul style="list-style-type: none"> Team meetings to review strategy and progress. Maintaining fee budgets and monitoring costs. Considering timings for key milestones and key strategic decisions. Conducting case reviews every six months. 	2,500	Controls efficiencies, time costs and ensures continued case progression towards closure.
Accounting and treasury	<ul style="list-style-type: none"> Dealing with receipts, payments and journals. Carrying out bank reconciliations and management of the bank account. Making distributions to secured creditors. Closing bank accounts. 	2,000	Ensures proper management of the funds held.
Assets	<ul style="list-style-type: none"> Carrying out tasks associated with realising such assets, principally business rates refunds and other sundry assets. Correspondence with the bank regarding credit balance held in G.T. New Limited account. Corresponding with insolvent debtors and submitting proof of debt forms into insolvent estates as appropriate. 	10,000*	Realises funds for the benefit of creditors. The est
Creditors	<ul style="list-style-type: none"> Receiving and following up creditor enquiries via telephone, email and post. Reviewing and preparing correspondence to creditors and their representatives. Receipting and filing proofs of debt when not related to a dividend. Providing information to credit insurers in relation to confirmation of debt enquiries. Maintaining a dedicated website for delivery of initial and ongoing communications and reports. 	1,500	Work is required by statute and for the proper administration of the case.
Employees and Pensions	<ul style="list-style-type: none"> Dealing with pension related matters. 	500	Required by statute.
Investigations	<ul style="list-style-type: none"> Providing information to Regulators to assist with external investigations. 	500	Required by statute.
Property	<ul style="list-style-type: none"> Continue to deal with ad hoc business rate and utility correspondence received. Deal with any residual leases where surrenders can't be agreed. 	1,000	To comply with our obligations under the sale and purchase agreement.
Secured creditors	<ul style="list-style-type: none"> Preparing reports to, and holding meetings with, the Secured Creditors. Responding to Secured Creditor's queries. Making distributions in accordance with security entitlements. Correspondence with Secured Creditors in respect of Office Holders fees. 	2,500	To keep Secured Creditors informed of the progress of the administrations and return funds to them.
Statutory & compliance	<ul style="list-style-type: none"> Preparing and issuing periodic progress reports to creditors and the Registrar. Sending job files to storage. Completing checklists and diary management system. Closing down internal systems. 	10,000	Required by statute/regulations.
Tax	<ul style="list-style-type: none"> Preparing and submitting final tax computations. Liaising with HMRC to obtain tax clearance. 	5,000	Required by statute/regulations.
VAT	<ul style="list-style-type: none"> Completing the final VAT reconciliation. Prepare VAT426 returns to recover any future input VAT as appropriate. 	2,500	Required by statute/regulations.

* the estimated future costs in respect of 'Assets' will be dependent on the time spent dealing with the G.T. News Limited potential asset realisation.

Disbursements

We don't need to get approval to draw expenses or disbursements unless they are for shared or allocated services provided by our own firm, including room hire, document storage, photocopying, communication facilities. These types of expenses are called "Category 2" disbursements and they must be directly incurred on the case, subject to a reasonable method of calculation and allocation and approved by the same party who approves our fees.

Our expenses policy allows for all properly incurred expenses to be recharged to the administration and has been approved by secured creditors.

No disbursements have arisen in the period of this report.

Our relationships

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

Legal and other professional firms

We've instructed the following professionals on this case:

Service provided	Name of firm / organisation	Reason selected	Basis of fees
Legal services, including: Appointment related matters.	<ul style="list-style-type: none"> DLA Piper UK LLP 	<ul style="list-style-type: none"> Industry knowledge; and previous company knowledge 	<ul style="list-style-type: none"> Time costs and disbursements
Legal advice, including: Appointment related matters; and leasehold properties/licence to occupy agreements/surrenders.	<ul style="list-style-type: none"> Hogan Lovells International LLP 	<ul style="list-style-type: none"> Industry knowledge; and previous company knowledge 	<ul style="list-style-type: none"> Time costs and disbursements
Debtor collections	<ul style="list-style-type: none"> Hilton-Baird Collection Services Limited 	<ul style="list-style-type: none"> Industry knowledge 	<ul style="list-style-type: none"> Percentage of realisations
Legal services relating to a potential credit card claim	<ul style="list-style-type: none"> Reynolds Porter Chamberlain LLP 	<ul style="list-style-type: none"> Industry knowledge 	<ul style="list-style-type: none"> Percentage of realisations
Property audit / rates refunds	<ul style="list-style-type: none"> CAPA 	<ul style="list-style-type: none"> Industry knowledge 	<ul style="list-style-type: none"> Percentage of realisations
Property audit / rates refunds	<ul style="list-style-type: none"> Exacta Plc 	<ul style="list-style-type: none"> Industry knowledge 	<ul style="list-style-type: none"> Percentage of realisations

Appendix D: Pre-administration costs

In our Proposals dated 13 April 2018, we provided details on the costs incurred before our appointment as joint administrators but with a view to the various Group companies entering administration. Those costs have been reviewed, reconciled, updated and are summarised in the following table showing the position at the date of appointment:

Nature of costs	Paid amount (£)	Unpaid amount (£)
Our fees as administrators-in-waiting	649,659	333,327
Expenses incurred by us as administrators-in-waiting*	Nil	818,792
Fees charged by other persons qualified to act as an insolvency practitioner	n/a	n/a
Expenses incurred by other persons qualified to act as an insolvency practitioner	n/a	n/a
Total	649,659	1,152,119

We identified an appropriate split of the unpaid amount by each relevant entity, as follows:

Entity in administration	Fees (£)	Expenses (£)
Plc	Nil	121,592
Brands	Nil	121,592
BBL	298,327	451,090
CRL	12,000	62,259
WR	23,000	62,259
Total	333,327	818,792

**expenses are legal costs incurred by DLA and Hogan Lovells*

Details of the work performed that gave rise to the costs above were included in our Proposals (and the Retail companies' proposals also available at www.pwc.co.uk/conviviality) and are not repeated here.

Approval for payment as an expense

The payment of unpaid pre-administration costs as an expense of the administrations requires approval under Rule 3.52 IR16. The Secured Creditors approved the payment of pre-administration costs in the Funding Agreement dated 9 July 2018 and formal approval was obtained during the period of the administration. See Appendix A for the amounts paid to date.

Appendix E: Other information

Court details for the administration:	High Court of Justice, Business and Property Courts of England and Wales, Insolvency & Companies List (ChD)
Court reference:	Case no. 2928 of 2018
Company's registered name:	BB Realisations (2018) Limited (formerly Bargain Booze Limited)
Registered number:	01801597
Registered address:	8 th Floor Central Square, 29 Wellington Street, Leeds, LS1 4DL
Date of the joint administrators' appointment:	6 April 2018
The European Regulation on Insolvency Proceedings (Council Regulation (EC) No. 1346/2000 of 29 May 2000):	The European Regulation on Insolvency Proceedings applies to this administration and the proceedings are main proceedings.
Split of Administrators' responsibilities:	All functions and powers of the Administrators may be exercised by all of the Administrators jointly or by any Administrator separately.
Joint Administrators' names, addresses and contact details:	Mark James Tobias Banfield, of PricewaterhouseCoopers LLP 7 More London Riverside, London, SE1 2RT; Peter David Dickens of PricewaterhouseCoopers LLP, 1 Hardman Square, Manchester, M3 3EB
Extension(s) to the initial period of appointment:	The administration was due to end automatically on 5 April 2019. An extension of twelve months to 5 April 2020 was granted by the Secured Creditors on 14 March 2019. A further extension of twelve months to 5 April 2021 was granted by the court on 13 March 2020. A further extension of twelve months to 5 April 2022 was granted by the court on 25 March 2021.
