

LIQ03

Notice of progress report in voluntary winding up



Companies House

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

1 Company details

Company number 0 1 7 0 2 3 7 8

Company name in full Redcastle Investments Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Guy Robert Thomas

Surname Hollander

3 Liquidator's address

Building name/number 30 Old Bailey

Street

Post town London

County/Region

Postcode E C 4 M 7 A U

Country

4 Liquidator's name ①

Full forename(s) Adam

Surname Harris

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number 30 Old Bailey

Street

Post town London

County/Region

Postcode E C 4 M 7 A U


Country

② Other liquidator

Use this section to tell us about
another liquidator.

LIQ03

Notice of progress report in voluntary winding up

6	Period of progress report															
From date	^d	2	^d	9	^m	0	^m	6	^y	2	^y	0	^y	2	^y	1
To date	^d	2	^d	8	^m	0	^m	6	^y	2	^y	0	^y	2	^y	2
7	Progress report															
<input checked="" type="checkbox"/> The progress report is attached																
8	Sign and date															
Liquidator's signature	Signature															
																
Signature date	^d	2	^d	6	^m	0	^m	8	^y	2	^y	0	^y	2	^y	2

**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 **Hannah Milton**

Company name **Mazars LLP**

Address **30 Old Bailey**

Post town **London**

County/Region

Postcode **E C 4 M 7 A U**

Country

DX

Telephone **+44 (0)207 063 4000**

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

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

**Important information**

All information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

**Further information**

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Redcastle Investments Limited (In Liquidation) (“The Company”)

The Liquidators’ Progress Report for the period 29 June 2021 - 28 June 2022

25 August 2022

Contents and abbreviations

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5.	Liquidators' remuneration, disbursements, and expenses
Appendix	Content
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A1.	Connected appointments
B.	Liquidators' Receipts & Payments account
C.	Estimated Outcome Statement
D.	Details of the Liquidators' remuneration
D1.	Narrative Summary of work undertaken for the current period
E.	Statement of expenses incurred in the Period

The following abbreviations are used in this report

Mazars	Mazars LLP
The Companies	All 24 group companies in liquidation with Mazars LLP
The Company	Evans Limited (In Liquidation)
The Liquidators	Guy Hollander and Adam Harris of Mazars LLP
The Period	The reporting period 29 June 2021 - 28 June 2022
CVL	Creditors Voluntary Liquidation
SIP	Statement of Insolvency Practice
HMRC	HM Revenue & Customs
R&P Account	Receipts & Payments Account
The Group	The former Arcadia Group of companies
AGL	AGL Realisations Limited – in liquidation
Teneo	Teneo Financial Advisory Limited

1. Introduction

Purpose of the report

This report has been prepared in accordance with section 104A of the Insolvency Act 1986, to provide creditors with details of the progress made during the Period.

Identification details relating to the Company and the Liquidators are attached at **Appendix A**.

Further guidance

General information regarding a creditor's role during the liquidation process can be found at www.creditorinsolvencyguide.co.uk.

For specific enquiries relating to this matter, please do contact Hannah Milton on +44 (0) 207 063 4793.

2. Executive Summary

Connected Appointments

The Company was part of the former Arcadia Group of companies. Details of all of the Companies over which Mazars are appointed as Joint Liquidators is attached at **Appendix A1**.

Outstanding matters

As outlined in section 3 of this report, the majority of work has now been undertaken and the only matters remaining are:

- *Payment of dividend to third party creditors once funds received from AGL;*
- *Payment of the balance of the Joint Liquidators' remuneration;*
- *Obtaining formal tax clearances from HMRC; and*
- *Closure reporting.*

Liquidators' remuneration

The basis of the Liquidators' remuneration has been agreed with AGL and Teneo. Further information is provided in section 5.

Dividend Prospects

An overview of the dividend prospects, based on current information, for the separate classes of creditors who have submitted claims is given below:

	Claims received (£)	Paid to date (£)	Future payments (£)
Unsecured creditors	50,852,262	-	23,617,899

Estimated time frame for closure

Based on the outstanding matters still to conclude, it is estimated that the Liquidation will be closed within 3 months from receipt of the final dividend from AGL.

3. Progress in the Period

R&P Account

An R&P Account covering the Period is attached at **Appendix B**.

Work undertaken during the Period

In accordance with Statement of Insolvency Practice 13, I confirm that there have been no transactions with connected parties during the period of this report.

During the Period, work has been undertaken to:

- finalise the VAT position across the Group with the assistance of Teneo;
- to agree a claims procedure with the AGL liquidators; and
- to issue a Notice of Intended Dividend (“NOID”) to unsecured creditors and agree any claims that may come forward.

Investigations

An investigation into the Company's affairs has been undertaken by the Liquidator in accordance with Statement of Insolvency Practice 2. The

purpose of these investigations is to establish whether there are any potential asset recoveries or conduct which requires further investigation.

Should creditors have any further information which they consider may assist the Liquidators in carrying out their investigations or be aware of any matters which they believe should be brought to the attention of the Liquidators, please provide details in writing to this office. This request for information forms part of our usual investigation procedures and does not imply that there may be any cause of action lying against any person concerned in the Company's affairs.

In accordance with the Company Directors Disqualification Act 1986, the Liquidators are required to investigate the affairs of the Company and the conduct of the directors during the three years prior to the Liquidation. The Liquidators can confirm that this obligation has been complied with and a confidential on-line report was submitted to the Insolvency Service on 28 September 2021.

4. Estimated outcome for creditors

Estimated outcome statement

An estimated outcome statement is attached at **Appendix C**.

Assets

1. AGL receivable

At the date of our appointment there was an amount owing from AGL of £127,580,450. Based on the estimate provided by Teneo there is expected to be a dividend received of 18.52 p in the £. This would equate to a receivable of £23,617,899.34. It should be noted that at the date of our appointment the directors estimated the receivable to be 10 p in the £.

In the event that there are no creditors, or the receivable exceeds the amount of unsecured creditor claims, the receivable will be reduced accordingly. Further information on the mechanics of the dividend distribution can be found in section 5 below.

Secured creditors

The Company has no secured creditors.

Preferential creditors

Preferential claims arise from arrears of wages and accrued, unpaid holiday pay due to the former employees of the Company who did not receive their full entitlements on redundancy, prior to the Liquidation.

There are no preferential creditors.

Unsecured creditors

According to the directors' statement of affairs, the Company had one unsecured creditor with a debt totalling £50,825,262 in respect of HMRC VAT.

HMRC's claim was in respect of a Group VAT claim for which the Company was jointly and severally liable. At the date of liquidation, and in accordance with the directors Statement of Affairs, HMRC's claim was £27,293,758. Subsequently their claim was reduced to £18,508,027.93 following payments made by Teneo in respect of their Group administrations. However, following the distribution exercise undertaken by Teneo the full HMRC liability claim, borne by Redcastle Finance Limited (In Administration) is £50,825,262. Consequently, Redcastle Finance Limited (In Administration), have a subrogated claim in the Company's liquidation for the full amount.

4. Estimated outcome for creditors

Prescribed part

In accordance with Section 176A of the Insolvency Act 1986, a proportion of the Company's net assets are to be set aside for the benefit of the Company's unsecured creditors where the Company has granted a floating charge after 15 September 2003. This is calculated as being 50% of the first £10,000 of net property and 20% of net property thereafter, subject to a maximum fund of £800,000, where the first ranking floating charge was created on or after 6 April 2020 (£600,000 if created before then). Net property is defined as being the realisations from assets subject to the floating charge after costs and after settlement of the preferential creditors' claims.

As there is no floating charge, the Prescribed Part does not apply in this instance.

5. Liquidators' remuneration and expenses

Remuneration

From the information contained within the Companies' Statements of Affairs, it was clear that there are material intercompany balances owed between the Companies and AGL.

In order to avoid unnecessary time and expense which would be incurred in transferring significant sums of cash between the Companies and AGL (which could delay the timing of dividend distributions to other unsecured creditors) it was agreed that:

1. The Companies waive any rights to receive any payments from either AGL or any of the other entities in the Group which would otherwise have been payable to the Companies in respect of any proofs of debt submitted or to be submitted by the Companies into the liquidation of AGL or the liquidation or administration (as applicable) of such other Group companies.

2. In consideration for the waiver set out in paragraph 1 and on the basis that, on the whole, surplus assets from the Companies' liquidations would be distributed mainly to AGL (either directly or via its direct subsidiaries), AGL will make funds available to the Companies to the extent required to settle:

- the full balance of fees for the Companies, being £5,000 plus VAT for pre-appointment work and £5,000 plus VAT for post appointment work, totalling £240,000 plus VAT across the Companies; and

- all valid creditor claims proved for, and admitted, in the liquidation of any of the Companies and notified to AGL by the Mazars Liquidators, capped at the amount that such Company would have otherwise received as a liquidation distribution by the Teneo Liquidators in the liquidation of AGL, less any amounts paid or payable to the Mazars Liquidators in respect of that Company.

To date, £5,000 plus VAT, representing the pre-appointment work, has been paid by AGL in respect of the Company.

Further information about remuneration, (including approval of the basis of remuneration and details of the work done and to be undertaken), together with further detailed information regarding creditors rights in this regard, is provided in **Appendix D**.

5. Liquidators' remuneration and expenses

Expenses

Expenses are any payments from the estate which are neither remuneration nor a distribution to a creditor or a member. Expenses also include disbursements. Disbursements are payments which are first met by the liquidator, and then reimbursed to the liquidator from the estate.

Expenses are divided into category 1 and category 2 expenses. Category 1 expenses are payments to non-associates of the Liquidators and can be paid without prior approval.

Category 2 expenses are payments to associates or which have an element of shared costs. Before being paid, category 2 expenses require approval in the same manner as remuneration.

I can confirm that no category 2 expenses have been incurred.

Details of cumulative expenses, the original expense estimate and a revised expense estimate is attached at **Appendix E**.

The Liquidators have reviewed the expenses incurred to date and are satisfied that they are fair and reasonable and proportionate in the circumstances of the case.

5. Liquidators' remuneration and expenses

Important information regarding creditors' rights

The following creditors can ask the Liquidators for further information about the remuneration and expenses set out in this progress report:

- a secured creditor; or
- an unsecured creditor with concurrence of at least 5% in value of the unsecured creditors; or
- an unsecured creditor with permission of the Court

All requests for such further information must be made within 21 days following the receipt of this report.

Creditors can also apply to Court on the basis that the Liquidators' remuneration, the basis of the remuneration or the expenses incurred in the Period are excessive or inappropriate. The concurrence required is at least 10% in value of the unsecured creditors.

In accordance with SIP9, creditors can find additional information on their rights relating to Liquidators' remuneration in a copy of the publication "A creditors guide to Liquidators' fees which is available to download from the

website: <https://www.r3.org.uk/technical-library/england-wales/technical-guidance/fees/more/29114/page/1/guide-to-liquidators-fees/>

Alternatively, a hard copy of the relevant guide will be sent to you on request.



Guy Hollander

Dated 25 August 2022

Authorised to act as an insolvency practitioner in the UK by the Institute of Chartered Accountants in England and Wales and bound by the Insolvency Code of Ethics. Where personal data is required to be processed, this will be dealt with in accordance with the Mazars LLP Insolvency Services Privacy Statement which can be accessed at: www.mazars.co.uk/Legal-and-privacy.

Appendix A – Identification Details

Details relating to the Company:

Company name	Redcastle Investments Limited
Company number	01702378
Registered office	30 Old Bailey, London, EC4M 7AU
Former Registered Office	Colegrave House 70 Berners Street London W1T 3NL

Details relating to the Liquidator:

Names	Guy Hollander and Adam Harris
Date of appointment	29 June 2021
Method of appointment	Decision of the creditors
Authorising body	Guy Hollander is authorised by the ICAEW and his authorisation number is 9233. Adam Harris is authorised by the ICAEW and his authorisation number is 15454.
Liquidators' Address	Mazars LLP, 30 Old Bailey, London, EC4M 7AU
Liquidators' Contact telephone number	+44 (0)207 063 4000

Appendix A1 – Connected appointments

Guy Hollander and Adam Harris of Mazars LLP are appointed as Joint Liquidators of the following companies, all part of the former Arcadia Group.

A. G. FASHION LIMITED

A.G. CLOTHING (HOLDINGS) LIMITED

ARCADIA GROUP DESIGN & DEVELOPMENT LIMITED

ARCADIA GROUP HOLDINGS LIMITED

ARCADIA GROUP RETAIL LIMITED

ARCADIA RETAIL GROUP LIMITED

ARCADIA STANCEPOWER HOLDINGS LIMITED

BURTON PROPERTY TRUST LIMITED

BURTON RETAIL LIMITED

COLLIER FINANCE LIMITED

DOROTHY PERKINS LIMITED

DOROTHY PERKINS RETAIL LIMITED

EVANS LIMITED

MATTE CARD SERVICES LIMITED

MONTAGUE BURTON PROPERTIES LIMITED

MONTAGUE BURTON PROPERTY INVESTMENTS LIMITED

REDCASTLE INVESTMENTS LIMITED

REDCASTLE PROPERTIES LIMITED

STANCEPOWER

TAVETA INVESTMENTS (NO.2) LIMITED

TAVETA INVESTMENTS LIMITED

TOP SHOP/TOP MAN (AUSTRALIA) LIMITED

TOP SHOP/TOP MAN (HOLDINGS) LIMITED

WALLIS (LONDON) LIMITED

Appendix B – Receipts & Payments Account

Receipts and Payment Account for the period 29/06/2021 to 28/06/2022

Statement of Affairs Figures		R&P 29/06/2021 to 28/06/2022
Receipts		
12,758,045.00	Receivable from AGL	-
-	Costs contribution from AGL	5,000.00
		<hr/> 5,000.00
Payments		
(27,293,757.55)	HMRC	-
-	Liquidators' pre-appointment costs	(5,000.00)
		<hr/> (5,000.00)
BALANCE		<hr/> <hr/> -

Appendix C – Estimated Outcome Statement

Joint Liquidators' Estimate Outcome Statement as at 28 June 2022

	Statement of Affairs - EtoR £	Notes	R&P to 28/6/22 £	Estimated future R&P £	Total Estimated R&P £
Receipts					
Receivable from AGL	12,758,045.00	1	-	23,617,899	23,617,899
Costs contribution from AGL	-	1	5,000	5,000	10,000
			<u>5,000</u>	<u>23,622,899</u>	<u>23,627,899</u>
Payments					
Liquidators' pre-appointment costs	-		(5,000)	-	(5,000)
Liquidators' post-appointment costs			<u>-</u>	<u>(5,000)</u>	<u>(5,000)</u>
			<u>(5,000)</u>	<u>(5,000)</u>	<u>(10,000)</u>
Total assets available for creditors			<u>-</u>	<u>23,617,899</u>	<u>23,617,899</u>
Amount available to unsecured creditors	(27,293,757.55)				<u>23,617,899</u>
Estimated dividend to unsecured creditors		2			46.44 p in £

Notes

1 - Please refer to the report for further information on the agreement between the AGL liquidators and the Mazars liquidators regarding the intercompany matrix of claims. Please see Section 4 of the report for further information.

2 - Claims comprise the HMRC claim subrogated to Redcastle Finance Limited (in administration)

Appendix D – Details of the Liquidators’ remuneration

REMUNERATION – FIXED FEE

Basis

As detailed in section 5 of the report, an agreement was made between the AGL Liquidators and the Mazars Liquidators approving fixed remuneration of £240,000 plus VAT for all work undertaken by the Liquidators in winding up the Companies. This was broken down to £10,000 plus VAT per company: £5,000 plus VAT for pre-appointment work and £5,000 plus VAT for post-appointment work.

The basis of the Liquidators’ remuneration as a set amount is fair and reasonable for the following reasons:

- a. It provides certainty to creditors over the sum to be charged;
- b. It represents a fair and reasonable reflection of the work anticipated will be undertaken by the Liquidator.

Narrative statement

Attached at **Appendix D1** is a narrative summary of the Liquidators’ work undertaken during the period of this report. The summary provides information on why the work was necessary and whether the work has provided a financial benefit to creditors.

Appendix D1 – Narrative summary of work undertaken in the Period

The summary provides a proportionate overview of the work carried out in light of the specific circumstances of the case and includes details of the work that has been carried out during the period, why it was done and whether the work provides a financial benefit to creditors.

There are some areas of our work that will derive no financial benefit for creditors (for example, Administration and planning, Reporting, Cashiering and Statutory and Compliance). However, the work is required in order to comply with legislative requirements and to ensure that the case is managed coherently and efficiently, with minimisation of costs and avoidance of duplication of work. A clear case strategy and strong internal processes aid to add value through the efficient management of the case and there are specific requirements for office holders to record decisions taken how the case has been administered in accordance with regulatory requirements.

Work carried out in the current period

Administration and planning

The following work has been undertaken:

- Case acceptance and ethical reviews.
- Completing case strategy notes
- Holding strategy meetings.
- Managing and maintaining the case on the Firm's client systems and our specialist insolvency software system.

Taxation

The following activities were undertaken in order to ensure the Company is compliant with tax requirements:

- Preparing and delivery statutory VAT correspondence to HMRC
- Liaising with internal VAT and tax teams
- Liaising with HMRC and Teneo regarding VAT liability
- Preparation of post-appointment tax returns, appropriate

Investigations

A summary of the work undertaken to date is as follows:

- Investigating the Company's affairs to include a review of the Company's books and records.
- Correspondence with the directors regarding the reasons for the Company's failure
- Reporting to the Insolvency Service on the directors' conduct

Realisation of Assets

The work undertaken in respect of the realisation of the Company's assets is detailed in Section 3 of the report.

Creditors

In order to ensure that creditors are dealt with appropriately, the following work has been undertaken:

- Reviewing and logging creditor claims
- Liaising with AGL re intercompany claims treatment
- Liaising with HMRC and Teneo re joint and several VAT claim

Appendix D1 – Narrative summary of work undertaken in the Period

Distributions

Distributions are expected to be paid to unsecured creditors from a number of the Companies.

Work undertaken in respect of distributions include:

- Planning the best strategy to pay distributions in relation to the 24 Companies
- Issuing Notice of Intended Dividend
- Reviewing and assessing creditor claims.

Reporting

Reporting requirements during the period as prescribed by statute have included the following:

- Sending notice to member and creditors
- Preparing annual report

Statutory and Compliance

The work undertaken as required by statute and our internal procedures involves:

- Preparation and lodgement of statutory appointment documents.
- Initial notices and advertisements following appointment
- Case monitoring and statutory compliance, including internal case reviews.
- Case Bordereau

Appendix E – Statement of expenses incurred in the Period

Type of Expenditure	Requirement for Expenditure	Incurred in current period (£)	Likely future expenses (£)	Revised Expenses estimate (£)
Category 1 Expenses				
Other expenses				
Joint Liquidators' disbursements	<p>Disbursements are expenses paid by this firm in the first instance and subsequently re-charged to the estate when there are sufficient funds.</p> <p>A breakdown of expenses incurred in this manner include:</p> <ul style="list-style-type: none"> Specific bond 1,215.00 Statutory advertising 72.33 <p>These expenses have been incurred, but not yet paid. It is expected that these amounts will be settled by AGL.</p>	1,287.33	-	1,287.33
Total Category 1 Expenses		1,287.33	-	1,287.33
Mazars LLP Remuneration				
Joint Liquidators' pre-appointment costs	This amount represents the reasonable and necessary expenses in respect of the preparation of the statement of affairs. As reported, fees of £5,000 for pre-appointment have been agreed and paid by AGL.	5,000.00		5,000.00
Joint Liquidators' remuneration	To project manage the orderly winding up of the Company's affairs, and to perform those tasks required as dictated by statute, best practice and ethical requirements. As reported, this amount will be paid by AGL.	-	5,000.00	5,000.00
Total Mazars LLP Remuneration		5,000.00	5,000.00	10,000.00
Total		6,287.33	5,000.00	11,287.33

Appendix E – Statement of expenses incurred in the Period

Notes

1. Professional advisors

The office holder's choice of the professional advisors listed above was based on their perception of the advisors' experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of the fee arrangement with them.

The office holders have reviewed the costs incurred to date and are satisfied that they are reasonable in the circumstances of the case.

2. Category 2 Expenses

The office holders have reviewed the expenses which have been or are likely to be incurred in this matter and do not consider that there are any instances where payments could reasonably be perceived as presenting a threat to the office holders' objectivity or independence by virtue of a professional or personal relationship, including to an associate, and which require approval as a Category 2 Expense, other than those listed above.