Joint liquidators' progress report from 13 August 2019 to 12 August 2020

Brilliant Independent Media Specialists Limited (in liquidation)

6 October 2020



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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
Company	Brilliant Independent Media Specialists Limited
Liquidators	Toby Scott Underwood and Peter David Dickens (Ian David Green was replaced by Peter David Dickens on 19 December 2020).
Firm	PricewaterhouseCoopers LLP
IR16	Insolvency (England and Wales) Rules 2016
IA86	Insolvency Act 1986
United Carpets	United Carpets (Northern) Limited – in liquidation
Holdings	Brilliant Media Holdings Limited – in liquidation
Manchester	Brilliant Independent Media Specialists Manchester Limited – in liquidation
Birmingham	Brilliant Independent Media Specialists Birmingham Limited – in liquidation
Begbies	Begbies Traynor (Central) LLP
CVL	Creditors' voluntary liquidation
HMRC	HM Revenue and 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
Secured creditors	Creditors with security in respect of their debt, in accordance with Section 248 IA86
Preferential creditors	Generally, claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances
RPS	Redundancy Payments Service, an executive agency sponsored by the Department for Business, Energy and 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
Former Administrators	Robert Maxwell and Rob Sadler of Begbies Traynor (Central) LLP

This report has been prepared by Toby Scott Underwood and Peter David Dickens as Joint Liquidators of the Company, solely to comply with the Joint Liquidators' statutory duty to report to creditors under IR16 on the progress of the liquidation, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

This report has not been prepared in contemplation of it being used, and it is not suitable to be used, to inform any investment decision in relation to the debt of or any financial investment in the 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 Liquidators 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 Liquidators' previous reports issued to the Company's creditors, which can be found at

www.pwc.co.uk/services/business-restructuring/administrations/brilliantindependentmediaspecialistslimited. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.

Toby Scott Underwood and Peter David Dickens have been appointed as Joint Liquidators of the Company. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The Joint Liquidators are bound by the Insolvency Code of Ethics which can be found at: https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics

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

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

Key messages

Why we've sent you this report

I'm writing to update you on the progress of the liquidation of the Company in the 12 months since our last report dated 7 October 2019.

You can still view this report on our website at www.pwc.co.uk/bims. Please get in touch with Adam Thompson on 0113 289 4983 if you need a password to access the report.

How much creditors have received

The following table summarises the possible outcome for creditors, based on what we currently know.

Class of creditor	Current estimate (p in £)	Previous estimate (p in £)
Preferential creditors	N/A	N/A
Unsecured creditors	25p in £	25p in £

What you need to do

In accordance with rule 14.29 of the Insolvency (England and Wales) Rules 2016, I intend to declare a dividend within the period of two months from the last date for proving. The notice of intention to declare the final dividend was recently circulated to all creditors with awaited claims.

This will be a third and final dividend to unsecured creditors. The last date for proving is 14 December 2020.

If you wish to participate in the dividend you must deliver a completed proof of debt form to me, at the address; PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL on or before the last date for proving. If I do not receive your claim by the last date for proving, you may not be able to participate in the dividend. The Prescribed Part applies here but details about its treatment in this case is provided on page 6 of this report. If you have already submitted your claim, then this report is just for your information and you do not need to do anything.

If you haven't already done so, please send your claim to us so that we can agree it. A claim form can be downloaded from our website at www.pwc.co.uk/bims or you can get one by telephoning Adam Thompson on 0113 289 4983.

Overview of what we've done to date

This is our eighth progress report. You may wish to refer to our previous reports when looking at this one.

Realisations to date

We've realised the Company's assets as follows:	Actual realisations ${\mathfrak L}$
Distributions from investment in Big Screen Productions 13 LLP Receipt of funds held by former administrators Director's loan account Domain name Bank Interest Rates refunds Distribution from Brilliant Media Holdings Limited Distribution from United Carpets Northern Limited	96,422 7,256,351 130,000 1,000 80,807 10,103 129,957 26,939
Total	7,731,579

- Agreement of intercompany claims with other associated companies, namely Manchester, Birmingham and Holdings;
- Finalising the Company's tax position in order to enable a distribution to creditors;

When we last reported, the key outstanding matters in the liquidation were as follows:

• Giving notice of and issuing a final distribution to the Company's creditors.

Outcome for creditors

Secured creditors

There are no secured creditors in the liquidation, as they were settled in full in the administration.

Preferential creditors (mainly employees)

There are no preferential creditors. We rejected a claim that had been made in a previous period.

Unsecured creditors

Dividends become available for unsecured creditors when there are sufficient funds (after costs of the liquidation) to pay the secured and preferential creditors in full, with an amount left over. In certain circumstances, part of the amount available for secured creditors may be ring-fenced for the benefit of unsecured creditors. This prescribed part is paid out of 'net property', which is floating charge realisations after costs, and after paying - or setting aside enough to pay - preferential creditors in full. But it only has to be made available where the floating charge was created on or after 15 September 2003.

At the start of the administration, there were secured creditors with floating charges over all the assets of the Company. We estimate that the Company's net property is £6,651,450, which means that the prescribed part is set at the statutory maximum of £600,000. The secured creditors were repaid in full during the administration, and there are surplus funds available for distribution to the unsecured creditors other than from the prescribed part. In this case, there is no difference in creditors qualifying for distributions from the prescribed part and the surplus, so these funds have been treated as one pot of funds available for distribution purposes.

We paid an interim dividend of 15p in the £ in March 2013. The amount distributed to creditors totalled £2,175,540. A further distribution of 5p in the £ was paid in January 2016, which included equalising or catch-up dividends to those creditors whose claims had been adjusted in the intervening period. The amount distributed totalled £2,130,162.

Notice of intended dividend

In accordance with rule 14.29 of the Insolvency (England and Wales) Rules 2016, I have recently given notice that I intend to declare a dividend within the period of two months from the last date for proving. This notice was sent only to creditors who have not yet submitted a claim.

This will be a third final dividend to unsecured creditors. The last date for proving is 14 December 2020.

If you wish to participate in the dividend and have not already done so, you must deliver a completed proof of debt form to me, at the address; PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL on or before the last date for proving. If I do not receive your claim by the last date for proving, you may not be able to participate in the dividend. The Prescribed Part has no application. If you have already submitted your claim, then this report is just for your information and you do not need to do anything.

If you haven't already done so, please send your claim to us so that we can agree it. A claim form can be downloaded from our website at www.pwc.co.uk/bims or you can get one by telephoning Adam Thompson on 0113 289 4983.

Progress since we last reported

Investment in Big Screen Productions 13 LLP

The Company had invested in the production rights of three films, this resulted in the receipt of annual distributions from the investment management company, total recoveries from this source in the liquidation were £96,422.

We sought to obtain a third party valuation of this asset to ascertain whether there was any saleable value. However the valuation provided was very general and was not therefore beneficial in providing any indication of potential value. We have sought advice from valuation specialists within this firm, who confirmed the investment had a limited value and that there was unlikely to be a market for it.

Further to this advice, we were also made aware of a case brought against a similar entity offering these types of investments, by HMRC in relation to the tax treatment of the investment income, We have also received confirmation from the investment management company that no further distributions will be made in respect of this investment.

We determined that there was no benefit in expending costs in trying to sell this investment.

In light of the correspondence from HMRC in relation to the tax treatment of this asset, we instructed our specialist tax team to complete a review of previous returns in order to ascertain whether any adjustments were required. This exercise has been completed and it has been determined that there is no value in any adjustments being made to prior returns. The final tax return has been submitted to HMRC and clearance requested.

Intercompany claims

In our previous reports, we've explained how we are dealing with the claims of Manchester and Birmingham. In brief, we have reviewed claims received in this liquidation to see if any part of the claim was attributable to the trade of Manchester and Birmingham. We have sought to set off any relevant claims against the intercompany claims. The intercompany position has been agreed based on claims received to date but may change depending on the receipt of any further claims in the liquidation.

Tax clearance

We have now submitted our final tax return to HMRC and requested tax clearance.

Change of appointee

Due to an internal restructuring in PwC Ian David Green resigned as joint administrator of the Companies. To make sure that outstanding issues in the liquidation continue to be pursued, an application was made to the Court to remove Ian David Green and appoint Peter David Dickens as liquidator. Peter David Dickens is licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales.

The Order was granted by the Court on 5 December 2019 and Peter David Dickens replaced Ian David Green as joint liquidator with effect from 19 December 2019. Ian David Green was released from all liability in respect of his conduct as liquidator with effect from 28 days after the notice of the Order was published in the London Gazette.

Statutory and compliance

During the period we have completed the following statutory work:

- Prepared and submitted the annual tax return;
- Prepared the final tax return & clearance request;
- Prepared and submitted the annual progress report to creditors;
- Conducted six monthly reviews of case progress; and
- Responded to creditor queries.

Liquidation committee

On 13 September 2012, creditors decided to form a liquidation committee consisting of the following members:

- 1. H M Revenue & Customs
- 2. News International
- 3. First Radio Sales
- 4. ITV Broadcasting Limited
- 5. Newsquest Group

We have not held a committee meeting during the reporting period, however we have recently written to the Liquidation Committee to provide them with an update and we expect to hold a meeting with the Committee members in the next few weeks.

Investigations and actions

We have reviewed the Company's affairs and taken into account any points raised by creditors in discharging our duties under the Company Directors' Disqualification Act 1986 and Statement of Insolvency Practice No.2. At this time, nothing has come to our attention to suggest that we need to do any more work in line with our duties.

Nothing has come to our attention during the period under review to suggest that we need to do any more work in line with our duties under the Company Directors' Disqualification Act 1986 and Statement of Insolvency Practice No.2.

Our receipts and payments account

We set out in Appendix A an account of our receipts and payments for the period from 13 August 2019 to 12 August 2020

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 a liquidation 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 fees, disbursements and other related matters.

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 our fees and expenses within eight weeks of receiving this report as set out in Rule 18.34 IR16. This information can also be found in the guide to fees at:

http://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/creditors-guide-liquidators-fees-fin al.ashx?la=en

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

What we still need to do

In order to complete our work in the liquidation, in brief, we still need to meet with the Liquidation Committee to seek approval of our outstanding fees for our work in the liquidation, deal with any additional work as a result of giving notice of our intention to declare the final dividend, including agreement of any further claims received and obtain tax clearance from HMRC. Once this work has been completed, we will distribute funds to creditors, pay final costs, circulate our final report to creditors and then file the relevant notices for leave office.

Next report

We expect to send our next report to creditors at the end of the liquidation or in about 12 months, whichever is the sooner.

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

Yours faithfully

Toby Scott Underwood Joint liquidator

Appendices

Appendix A: Receipts and payments for the period 13 August 2019 to 12 August 2020 Total from

	Total from appointment to 12 August 2019	13 August 2019 to 12 August 2020	Total from appointment to 12 August 2020
	£	£	£
Receipts			
Director loan account	130,000.00	-	130,000.00
Balance at bank	65.40	-	65.40
Release of funds to Liquidators	7,256,350.89	-	7,256,350.89
Distribution from United Carpets	26,939.11	-	26,939.11
Distribution from Holdings	129,957.37	-	129,957.37
Investment income	96,421.82	-	96,421.82
Domain name	1,000.00	-	1,000.00
Interest received	72,685.36	9,266.48	81,951.84
Rates refund	10,102.58	-	10,102.58
	7,723,522.53	9,266.48	7,732,789.01
Payments			
Legal fees (in relation to former administrators' remuneration application)	(228,639.14)	-	(228,639.14)
Former administrators' legal fees	(93,332.45)	-	(93,332.45)
Legal fees	(18,903.00)	-	(18,903.00)
Legal disbursements	(4,699.87)	-	(4,699.87)
Motor and travel expenses	(49.50)	-	(49.50)
Storage costs	(1,434.18)	-	(1,434.18)
Office holders' fees*	(687,793.85)	-	(687,793.85)
Office holders' expenses	(3,853.79)	-	(3,853.79)
Advertising costs	(73.62)	-	(73.62)
Pre-appointment fee	(55,581.90)	-	(55,581.90)
Corporation tax	(28,097.62)	(2,706.17)	(30,803.79)
Bank charges	(320.64)	-	(320.64)
Bank interest	(1,146.04)	-	(1,146.04)
Unsecured creditors (15p / £ paid March 2013)	(2,175,540.32)	-	(2,175,540.32)
Unsecured creditors (5p / £ paid January 2016)**	(2,121,721.12)	-	(2,121,721.12)
Reissued dividend due to trade creditor	(21,990.29)	-	(21,990.29)
Cancelled catch-up dividend to Manchester & Birmingham	452,791.56	-	452,791.56
	(4,990,385.77)	(2,706.17)	(4,993,091.94)
VAT control	(91.24)	26,874.84	26,783.60
Balance at bank as at 12 August 2020	2,733,045.52	33,435.15	2,766,480.67
All items are stated net of VAT			

Note 1: statement of affairs figures have not been included as they do not directly correlate to realisations made during the liquidation.

Appendix B: Expenses

The following table provides details of our expenses. Expenses are amounts properly payable by us as Liquidators from the estate and includes our fees, but excludes distributions to creditors. The table also excludes any potential tax liabilities that we may need to pay as a liquidation 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.

	Unpaid expenses as at 12 August 2019	Incurred in the period	Expenses paid in the period	Unpaid expenses as at 12 August 2020	Future expenses
	£	£	£	£	£
Liquidators' Fees	239,378.90	35,829.75	-	275,208.65	33,875.00
Liquidators' disbursements	6,433.25	619.35	-	7,052.60	2,400.00
Legal fees	-	-	-	-	5,000.00
Bank charges	-	-	-	-	200.00
Total	245,812.15	36,449.10	-	282,261.25	41,475.00

Appendix C: Remuneration update

The Liquidation Committee is responsible for fixing the liquidators' remuneration and has agreed that our fees as liquidators will be calculated by reference to time properly given by the liquidators and their staff in attending to matters arising in the liquidation. We agreed that we would provide details of each fee request to the liquidation committee for approval in advance of drawing a fee.

The time cost charges incurred in the period covered by this report are £35,830 which represents 98.5 hours work at an average hourly rate of 363.75. This amount does not necessarily reflect how much we will eventually draw as fees for this period. Total time costs incurred from appointment to date are £963,003.

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

Our hours and average rates for the period 13 August 2019 to 12 August 2020

Workt type	Partner	Senior Manager	Manager	Senior Associate	Associate	Total hours	Total time costs (£)	Average hourly rate	Cumulative hours	Cumulative time costs (£)
Accounting & Treasury	-	-	0.1	1.4	1.6	3.1	804.5	259.52	420.6	118,370.85
Assets	-	-	-	1.1	-	1.1	253	230	163.3	41,937.65
Closure Procedures	-	-	-	-	-	-	-	-	1.46	481.2
Creditors	-	-	4.7	6.7	2.9	14.3	4,620.50	323.11	198.29	43,156.00
Employees & Pensions	-	0.35	-	-	-	0.35	294	840	269.3	74,355.20
Investigations	-	-	-	-	-	-	-	-	1,419.55	350,114.45
Pre-appointment work	-	-	-	-	-	-	-	-	1.5	299.75
Secured Creditors	-	-	-	-	-	-	-	-	55.7	17,318.50
Statutory & Compliance	6.5	0.65	5.2	33.55	-	45.9	14,982.25	326.41	342.8	99,954.10
Strategy & Planning	-	0.3	1.8	-	-	2.1	883.5	420.71	561.9	127,901.16
Tax & VAT	-	2.5	15.6	5.05	8.5	31.65	13,992.00	442.09	278.83	89,114.10
Grand Total	6.5	3.8	27.4	47.8	13.0	98.5	35,829.75	363.75	3,713.23	963,002.96

Our time charging policy and hourly rates

We and our team charge our time for the work we need to do in the liquidation. 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 liquidation (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. For the avoidance of doubt, work carried out by our cashiers, support and secretarial staff is charged on a time costs basis and is included in the analysis of hourly rates charged by partners or other staff members. Time is charged in three minute units (i.e. 0.05 units). 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 liquidation.

Grade	Up to 30 June 2020 (£)	From 1 July 2020 (£)
Partner	690	850
Director	595	720
Senior manager	515	585
Manager	405	475
Senior Associate	310	390
Associate	210	245
Support staff	120	125

We call on colleagues in our Tax, VAT, Real Estate and Pensions departments where we need their expert advice. Their specialist charge-out rates vary but the following are the maximum rates by grade per hour.

In common with many professional firms, our scale rates may rise to cover annual inflationary cost increases.

Up to 30 June 2020	Erroro 4 July 2020
(£)	From 1 July 2020 (£)
1,200	1,600
975	1,465
850	1,290
630	815
500	605
275	325
155	180
	1,200 975 850 630 500 275

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
Strategy & planning	Case planning and progression meetings Case filing	To ensure orderly management and progression of the case	To ensure efficient management of the case
Assets	Liaising with The Ingenious Group re Big Screen productions 13 LLP potential investment returns	To maximise returns to creditors	Maximises potential returns to creditors
Creditors	Responding to creditor queries Liaising with Liquidation Committee to provide an update and schedule a future meeting	To deal with creditor queries To distribute funds to creditors	Allows creditors to manage their assets Distributing funds to creditors
Accounting & treasury	Managing bank account Performing bank reconciliations Issuing payments and receiving receipts	To ensure management of the bank account is up to date	Secure stewardship of the estate funds

Statutory & compliance	Preparing, drafting and issuing annual progress report Completing statutory six monthly case reviews Liaising with external reviewer in relation to resolution for pre-appointment fees	To comply with statutory obligations	Required by statute or regulation
Tax / VAT & Pensions	Preparing and submitting the annual tax return Reviewing prior returns in light of correspondence from HMRC regarding investment income Preparing the final tax return and clearance request	To comply with statutory obligations	Required by statute

Our future work

We still need to do the following work in the liquidation.

Area of work	Work we need to do	Estimated cost	Whether or not the work will provide a financial benefit to creditors
Strategy & planning	Case planning and progression meetings	1,500	Ensures matters are progressed efficiently
Accounting & treasury	Managing bank account Performing bank reconciliations Issuing payments and receiving receipts Processing dividend payments Account closure	7,500	Secure stewardship of the funds Distributing funds to creditors
Statutory & compliance	Preparing, drafting and issuing final progress report Completing statutory six monthly case reviews	5,500	Updates on the progress of the case and ensures matters are progressed. Certain activities are required by statute
Tax / VAT / Pensions	Submitting the final tax return & obtaining tax clearance Finalising the VAT position	2,000	Required by statute and ensures maximum VAT recovery
Creditor claims & distributions	Responding to creditor queries Liaising with the Liquidation Committee to seek approval of fees & agree strategy to close Calculating funds available to distribute to creditors Issuing notice of the intended final dividend Making final distribution to creditors	12,500	Funds will be returned to unsecured creditors
Closure	Requesting and obtaining clearance from agents Reviewing and maintaining the case file Preparing relevant notices to vacate office Dealing with unclaimed dividends Closure formalities	4,875	To ensure proper conclusion of the liquidation

Payments to associates

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

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 liquidation and has been approved by creditors' committee where required.

The following disbursements arose in the period of this report.

		Costs incurred
Category	Policy	£
2	Photocopying – up to 10 pence per sheet copied, only charged for circulars to creditors and other bulk copying.	-
2	<i>Mileage</i> - At a maximum of 67 pence per mile (up to 2,000cc) or 80 pence per mile (over 2,000cc)	-
1	Bonding	10.00
1	Storage	2.86
1	Postage	606.49
	Total	619.35

Our relationships

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

Details of subcontracted work

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

Legal and other professional firms

We've instructed the following professionals on this case:

Service provided	Name of firm / organisation	Reason selected	Basis of fees
Legal services	· DLA Piper	· Industry knowledge	· Time costs

Appendix D: Other information

Company's registered name:	Brilliant Independent Media Specialists Limited		
Trading name:	Brilliant		
Registered number:	02895403		
Registered address:	Central Square, 8th Floor, 29 Wellington Street, Leeds, LS1 4DL		
Date of the Liquidators' appointment:	13 August 2012		
Liquidators' names, addresses and contact details:	Toby Scott Underwood Central Square 29 Wellington Street Leeds LS1 4DL	Peter David Dickens Central Square 29 Wellington Street Leeds LS1 4DL	
	Contact: Adam Thompson on 0113 289 4983		